

**KENT STATE UNIVERSITY
BOARD OF TRUSTEES MEETING
March 14, 2012
Urban Conference Room**

Board Members Present

Stephen Colecchi
Margot James Copeland
Dennis Eckart
Chelsea Knowles
Richard Marsh
Lawrence Pollock
Brady Ruffer
Jane Murphy Timken
Jacqueline Woods, Chair

KSU President's Cabinet

President Lester A. Lefton
Eugene Finn
Gregg Floyd
Robert Frank
Iris Harvey
Greg Jarvie
Edward Mahon
Joel Nielsen
Charlene Reed, Board Secretary
Willis Walker

Guest

Todd Diacon, Provost-elect

CALL TO ORDER AND ROLL CALL

Board Chair Jacqueline Woods called the meeting to order at 9:03 a.m. in the Urban Conference Room. Trustee Dennis Eckart called the roll, and a quorum was present.

PROOF OF NOTICE

Chair Woods stated that public notification was given pursuant to state law and university policy.

EXECUTIVE SESSION

In accordance with Chapter 121.22, section G of the *Ohio Revised Code*, Chair Woods announced the Board had a need to meet in Executive Session for the purposes of: (i) considering the employment and compensation of a public employee or official [121.22(G) (1)]; (ii) considering the purchase of property for public purposes [121.22 (G) (2)]; (iii) conference with attorney for the public body concerning disputes involving the public body that are the subject of court action [121.22 (G)(3)]; and (iv) preparing for, conducting, or reviewing negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment [121.22 (G)(4)]. Trustee Eckart moved, seconded by Trustee Copeland, that the Board retire into Executive Session. By virtue of a unanimous roll call vote, the Board adjourned into Executive Session. The session concluded at 10:42 a.m. and Chair Woods declared the meeting in recess.

APPROVAL OF THE AGENDA

The Board reconvened for the business portion of the meeting at 1:59 p.m. in the Urban Conference Room. Chair Woods recognized Provost-elect Todd Diacon, who will join Kent State on April 2, and thanked him for attending today's meeting. She then asked if there were any changes to the agenda. Hearing none, the agenda was approved by general consent.

DISPOSITION OF MINUTES

Chair Woods then asked if there were any corrections to the minutes of the meeting of December 13, 2011. Hearing no corrections to the minutes, including the Motion to Rescind Something Previously Adopted, were approved by general consent.

REPORT OF THE CHAIRPERSON

Chair Woods began her report by congratulating President Lefton, the faculty, staff and students on the successful spring semester, noting record enrollments and other important achievements.

The Board and university are deeply committed to the State of Ohio's goals for higher education, namely increasing the numbers of our citizens attending college and earning degrees, keeping Ohio graduates in the state, and serving as an engine for economic development, she said. Chair Woods stated that on March 28, 2012, Kent State will take students, faculty, staff, trustees, alumni and employers to Columbus to participate in the university's annual Kent State Day at the Statehouse. She thanked trustees Colecchi, Marsh, and Knowles for agreeing to participate. Noting she had the opportunity to attend last year, Chair Woods remarked that this event provides a wonderful opportunity to showcase accomplishments across our eight campuses, and to seek input from members of our delegation and the state leadership on how Kent State can continue to contribute to the greater good of Ohio.

Chair Woods shared that at lunch, members of the Board experienced the tremendous potential and energy of Kent State students, as they met with 17 freshmen who participated in this year's Provost's Leadership Academy. The Board enjoyed the chance to learn more about their first-year experiences, and their ideas for "paying it forward" for future classes. She explained that each year the students in the academy select projects they feel will improve the student experience at Kent State. Many of the students' recommendations have been adopted by the university, she said. She thanked Provost Robert Frank for his insight in establishing the Leadership Academy.

She then turned her attention to the Board's agenda, citing the many actions, including two that will help transform the educational experience as well as opportunities available to students both current and future. These initiatives have been in the pipeline for many months, even years, and represent literally hundreds of thousands of hours of work by the university administration, faculty, staff and students, she said. She then thanked all of those responsible for bringing to fruition the proposed acquisition of the Ohio College of Podiatric Medicine and those who have

been working diligently with trustees and many others, over the past three years, to put Kent State in the position to go forward with a transformational academic facilities improvement plan.

Chair Woods then noted that one of the ways the Board keeps abreast of national issues and best practices in higher education governance is by participating in the Association of Governing Boards of Colleges and Universities (AGB). AGB's National Conference on Trusteeship will be held in Washington, D.C., and will shine a spotlight on the work we are doing here at Kent State, she said. She noted that Vice President Gene Finn and she will lead a roundtable discussion about using public/private partnerships to transform a college town. The session will focus on the \$100-million Kent Gateway project and Esplanade extension linking the campus to the city. Secretary to the Board Charlene Reed is also on the program for AGB's Board Professionals Workshop, and will be installed as the 2013 Chair of the association's national Board Professional Leadership Group, she said. Chair Woods observed there is a great deal of interest in Ohio's governance structures and practices, and so she will also be part of a three-member panel on the topic of state deregulation, autonomy and accountability. She thanked trustees Colecchi, Marsh, Ruffer and Knowles for taking the time to attend this important conference.

On behalf of the Board, Chair Woods participated in the March 5 special event honoring designer and humanitarian Donna Karan. Under new business, the Board will confirm the University Medallion honoring Ms. Karan's collaboration with Kent State's College of Nursing to transform nursing education and practice through the use of integrated therapies.

She then cited a number of upcoming events. On March 15, Cleveland Foundation President and CEO Ronn Richard will headline a Global Education Summit at the Kent Campus, with session topics including globalizing the curriculum, internationalization at home, strategic global partnerships and celebrating the globalization of the Kent community. On March 26, Kent State will honor Plain Dealer Editor Debra Adams Simmons as the 2012 winner of the Robert G. McGruder Award for Diversity. The award recognizes media professionals who encourage diversity in the field of journalism, she said. She congratulated President Lefton upon attracting world-renowned photographer Trey Ratcliff to kick off the new Presidential Speaker Series on March 29. Mr. Ratcliff will discuss the future of digital arts and the internet, she said. Kent's downtown renaissance also will be featured at the town-gown Bowman Breakfast on April 4, and on April 21 Kent State will honor designer Dana Buchman, who will be inducted into the Fashion School's Hall of Fame at the Fashion School's senior show, Chair Woods said.

Finally, on Friday, May 4 and Saturday, May 5, the university will hold its spring commencement exercises, she said. The Board is delighted that Trustee Brady Ruffer will be among the distinguished graduates, and she congratulated him.

With that, Chair Woods concluded her report.

Chair Woods then asked President Lefton to give his report.

REPORT OF THE PRESIDENT

President Lefton began his report entitled *Going the Distance: Timely Degree Completion through Online Learning* by stating that Kent State University is constantly engaged in the development of unique, high-quality learning experiences for students. He noted that this often involves traditional faculty, outside speakers, and notables from all walks of life. One of the ways Kent State is reaching more broadly is through distance learning, which has undergone major transformation.

President Lefton remarked that, while distance learning may seem like a relatively new phenomenon, in reality people have been taking correspondence courses offered by non-local instructors for hundreds of years. He then showed examples of today's distance learning education, which often includes voice, print, graphics, articles and original source materials, and real-time interaction online. He provided the Board a glimpse of what a Kent State student taking an online course experiences by playing a clip from a lecture on communicable diseases. He noted that the expansion of distance learning has been one of the university's strategies for enhancing academic excellence and increasing student retention and progress to graduation since the inception of the Excellence Agenda and the Board's approval of the university's revised strategic plan in 2007.

President Lefton then pointed out the distinction between distance learning and online learning, and what path Kent State is taking. One could say that Kent State has been involved in distance learning since its inception through teacher education and regional campuses, he noted. However, for the purposes of today Kent State is focusing energy and resources on online learning. He then displayed graphs for the Board showing the increases in students taking online courses at Kent State, the increasing number of unique courses offered online, and the percentage of credit hours taken online in the 2011-12 academic year. All of these indicators show significant growth and the potential to do more, he said. He cited a few examples of Kent State leaders in online learning, including the College of Nursing's R.N. to B.S.N. program, the Master of Music Education program, and the Intro to Financial Accounting course, which uses social media to connect with students.

Kent State's vision for online learning consists of the following components: providing a sufficient number of high-quality courses to keep students on track to graduate in four years; ensuring the university's most frequently taken courses have multiple modalities; assuring quality is at least the same or higher in online delivery; speeding "time-to-market" for new courses and programs; and attracting new audiences and incremental revenues. Top of mind is that in everything Kent State produces online will be of high quality, he said, meeting national Quality Matters standards. Resources are being invested at this time in four major areas: developing 10-12 fully online graduate programs, developing 50 online Kent Core courses by 2015-16, developing select undergraduate online programs, and improving the quality of existing courses. He noted, for example, that Kent Core courses are accepted across the Ohio public higher education system, making them attractive to students at other institutions, he said. Existing online courses already serve Ohio high school students enrolled in post-secondary programs in 30 counties across Ohio, he added.

In conclusion President Lefton observed that higher education is no longer confined to 18- to 24-year-olds. As a consequence of a commitment to provide education for lifetime learning, Kent State must have multiple modalities that meet the needs of diverse students including working adults. Online learning will not replace traditional delivery in a classroom setting, but it will grow in importance in meeting education needs across a lifetime, he said.

With that, President Lefton asked if any trustees had questions. Trustee Eckart asked what the stumbling blocks were to expansion of online learning at Kent State. President Lefton responded that accreditation has been an issue, though there has been a tidal wave of change toward online course accreditation recently. He asked Associate Provost Richard Rubin to speak on the question of faculty participation. Dr. Rubin stated that faculty interest has grown steadily, especially in certain disciplines. Trustee Marsh asked how the university was handling nursing, specifically clinical training. Dr. Rubin pointed out that to enter the online program one must already be an R.N., but the university is working on ways to put labs online. President Lefton commented that not every discipline or course will lend itself to online learning.

With that, President Lefton concluded his report.

PERSONNEL ACTIONS

Chair Woods asked President Lefton to present the personnel actions. President Lefton called on Vice President Willis Walker to present the non-academic personnel actions.

ACADEMIC PERSONNEL

Provost Robert Frank highlighted the appointments of Dr. Todd A. Diacon as the new Provost, Dr. Said L. Sewell as the new dean of Undergraduate Studies, Dr. John West as Trustees Research Professor. He also noted the awarding of emeriti status to two faculty members. The remaining academic actions were routine in nature, he said.

NON-ACADEMIC PERSONNEL

Vice President Walker noted that the non-academic actions were routine.

ACTION: There were no objections to placing the personnel actions on the consent agenda.

EXTERNAL RELATIONS AND DEVELOPMENT COMMITTEE

Committee Chair Pollock remarked that the External Relations and Development Committee met that morning and received three informational reports. First, the committee received an update on Kent State's Centennial Campaign, which has exceeded its \$250-million goal and will formally conclude in June, he said.

Trustee Pollock then reported that Vice President Finn provided a thorough update on activities of the Institutional Advancement division, focusing on how Kent State can continue to build its fundraising capacity and attainment once the Centennial Campaign comes to a close. He described how fundraising, overall for higher education and for Kent State in particular, has changed and grown over the years, he said. Trustee Pollock noted that in 2011, total gifts to the nation's colleges and universities stood at \$28 billion, and mega-campaigns in excess of a billion dollars have grown in frequency.

Clearly for Kent State, which launched its first comprehensive campaign in 1997, there is a compelling need to continue the momentum and to continue to build a culture of philanthropy, he remarked. Trustee Pollock noted the good news is, with the university's large and talented alumni base of more than 200,000, Kent State has a great capacity for future giving, according to wealth screening that is underway. This research has already confirmed \$9 billion in assets across a third of the alumni population that has been screened to date, and thousands of major gift prospects are being identified, he said.

Trustee Pollock remarked that knowledge is a great thing, but that capacity and culture must be cultivated over time. To that end, over the next two years the university will be adding several new positions including development officers, writers, and research staff. Vice President Finn also noted that the end of a major campaign is a great time to review everything, including university gift policies and procedures, he said. Trustee Pollock stated the staff is reviewing university policies against professional standards and guidelines from organizations such as the Council for the Advancement and Support of Education (also known as CASE) and the Association for Fundraising Professionals. The committee will consider the results of this analysis, and recommend any changes that are needed to ensure that institutional policies and practices provide care and sensitivity to the goals of the university as well as its donors, he remarked.

Vice President Finn also highlighted one new initiative that is proving to be very successful in relationship building, called a student discovery program, run by Alumni Relations, he said. Current students are meeting and interviewing alumni and friends across the country, gathering data but most importantly, making connections to the Kent State student experience today. Results thus far have been very positive, he said.

Finally, the committee received a report from Vice President Iris Harvey on planning for the second annual Kent State Day at the Statehouse, which will occur March 28. Trustee Pollock announced that this year's event focuses on the theme of "Talent Meets Jobs: A Kent State Education Aligns with Employer Needs." Kent State students, alumni, employers who hire graduates, trustees, faculty and staff, and leaders from all Kent State campuses and communities will participate, he said.

With that, Trustee Pollock concluded his report.

Chair Woods then called on Trustee Dennis Eckart to give the report of the Academic Excellence and Student Success Committee.

ACADEMIC EXCELLENCE AND STUDENT SUCCESS COMMITTEE

Committee Chair Eckart stated that the Academic Excellence and Student Success Committee considered 13 management decision items. The recommendations have been reviewed and approved through the appropriate faculty and college committees, the Educational Policies Council and Faculty Senate and carry the endorsement of the Provost and the President.

CONFERRAL OF DEGREES – DECEMBER 2011

Trustee Eckart recommended Board approval of the conferral of degrees for December 2011 Commencement exercises.

CONFERRAL OF DEGREES 2012-1 December 17, 2011

WHEREAS, Section 3341.05 of The Revised Code of Ohio provides that "...On the recommendation of the (KSU) faculty, the (KSU) Board of Trustees may confer such honorary and academic degrees as are customarily conferred by colleges and universities in the United States..."; and

WHEREAS, the Faculties, Deans and Directors of Kent State University's Colleges and Schools recommend that appropriate degrees be conferred on those Kent State students who completed – during the period August 14, 2011, to December 17, 2011 – the various requirements of the respective programs of study they pursued; and

WHEREAS, the University has recognized completion of said programs of study by awarding diplomas as appropriate at a suitable time, during the period cited, upon such persons listed in the accompanying Summary of Candidates for Degrees; now, therefore,

BE IT RESOLVED that the Kent State University Board of Trustees hereby confirms the conferral of their respective degrees upon those persons who have been officially recorded by the Kent State University Registrar as having completed the requirements during said period August 14, 2011, to December 17, 2011.

NEW PROGRAMS

The committee also reviewed and endorsed the establishment of new academic programs, including the establishment of a College of Podiatric Medicine, a Doctor of Podiatric Medicine (DPM) degree, and related curricula; a new Insurance Studies major that has been developed in consultation with Ohio's insurance industry; and the addition of a Computer Science major to the Bachelor of Arts degree, according to Trustee Eckart. He noted that the actions regarding

podiatric medicine come after nearly a year of discussions and negotiations for the acquisition of the Ohio College of Podiatric Medicine, and these are the academic actions to accompany the business-related transactions associated with the merger. He also noted that the Insurance Studies major has the support of Ohio's thriving insurance industry, and this is a great example of how Kent State is working with Ohio business to meet current and future workforce needs. The major will initially be offered at the Salem campus; ultimately it is expected that courses will be offered online and across the Kent State system as student demand grows.

Resolution 2012-2

KENT STATE UNIVERSITY COLLEGE OF PODIATRIC MEDICINE

WHEREAS, the President of Kent State University has issued a formal intent to acquire the Ohio College of Podiatric Medicine, pending approval from the Kent State University Board of Trustees, the Ohio Board of Regents, the Higher Learning Commission, and the Council on Podiatric Medical Education; and

WHEREAS, founded in 1916, the Ohio College of Podiatric Medicine is one of only eight accredited colleges of podiatric medicine in the United States, and the only one in Ohio; and

WHEREAS, the College of Podiatric Medicine will offer the Doctor of Podiatric Medicine degree and approximately 60 doctoral-level courses to support the degree; and

WHEREAS, the proposed College of Podiatric Medicine will be considered a Kent campus college and will be located at its current site in Independence, Ohio; and

WHEREAS, the proposed College of Podiatric Medicine will provide Kent State with opportunities for strategic synergies, including cross-functional research and teaching; and

WHEREAS, the addition of the college will attract significant health-related research funding and visibility to Kent State and allow the university to fulfill its public-service mission in new ways; and

WHEREAS, the proposal has been reviewed and approved through the Educational Policies Council, and the Faculty Senate, and also has the endorsement of the Provost and the President; now, therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the establishment of the Kent State University College of Podiatric Medicine, the Doctor of Podiatric Medicine degree and related curriculum, pending approval of the Ohio Board of Regents, the Higher Learning Commission, and the Council on Podiatric Medical Education, effective as soon as July 1, 2012.

Resolution 2012-3

ESTABLISHMENT OF THE INSURANCE STUDIES MAJOR WITHIN THE BACHELOR OF SCIENCE DEGREE

WHEREAS, the Kent State Regional College seeks approval of the establishment of an Insurance Studies major within the Bachelor of Science degree; and

WHEREAS, the undergraduate Insurance Studies major will be offered initially at the Salem campus with the opportunity for future expansion to other campuses; and

WHEREAS, Ohio's higher education institutions have been charged with being economic drivers within their regions, providing leadership in the creation and retention of industries and jobs that have a positive impact on economic development; and

WHEREAS, insurance is one of the state's major employers with 251 insurance companies, more than 96,000 employees, and wages over \$6 billion; and

WHEREAS, annual employment for the finance and insurance industry in Ohio is expected to increase by 7.1 percent between 2006 and 2016, resulting in the creation of 16,900 new positions in the industry; and

WHEREAS, Ohio is one of the top five states in the nation with the highest concentration of insurance underwriter and claims processor jobs; and

WHEREAS, the proposed degree program has been reviewed and approved by the appropriate college faculty and curriculum committees, the Educational Policies Council, and the Faculty Senate, and also carries the endorsement of the Provost and the President; now therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the establishment of an Insurance Studies major within the Bachelor of Science degree, effective Fall 2012.

Resolution 2012-4

**ESTABLISHMENT OF THE COMPUTER SCIENCE MAJOR
WITHIN THE BACHELOR OF ARTS DEGREE**

WHEREAS, the College of Arts and Sciences and the Department of Computer Science seek approval of the establishment of a Computer Science major within the Bachelor of Arts degree; and

WHEREAS, the proposed degree program will be in addition to and complement the existing Bachelor of Science degree in Computer Science; and

WHEREAS, the Bachelor of Arts degree will give students the flexibility to have a broad liberal arts education and the opportunity to pursue other interests outside of, or in relation to, computer science, including declaring a second program without increasing time to graduation; and

WHEREAS, liberal education is one of Kent State University's strengths, with approximately 70 bachelor's degree programs covering wide areas of liberal education; and

WHEREAS, a Bachelor of Arts degree in Computer Science has shown itself, at universities nationwide, to be one of the most effective integrative degree to meet the needs of the new generation workforce; and

WHEREAS, as a companion to the already established Bachelor of Science degree, the Bachelor of Arts degree program can be started with no additional administrative, teaching or non-teaching staff overhead; and

WHEREAS, the proposed degree program will strategically serve Northeast Ohio, filling a void in the region, as well as be an attractive new choice to liberal education-focused students who also want or need computer and information technology skills; and

WHEREAS, the proposed degree program has been reviewed and approved by the appropriate department and college faculty and curriculum committees, the Educational Policies Council, and the Faculty Senate, and also carries the endorsement of the Provost and the President; now therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the establishment of Computer Science major within the Bachelor of Arts degree, effective Fall 2012.

PROGRAM REVISIONS

Trustee Eckart noted that the committee recommends a series of program revisions that include the inactivation of programs for which there is no longer student demand and name changes for degrees and majors that better reflect current content and workforce needs.

Resolution 2012-5

**INACTIVATION OF THE MUSICOLOGY–ETHNOMUSICOLOGY MAJOR
WITHIN THE DOCTOR OF PHILOSOPHY DEGREE**

WHEREAS, the College of the Arts and the Hugh A. Glauser School of Music seek approval of the inactivation of the Musicology-Ethnomusicology major within the Doctor of Philosophy degree; and

WHEREAS, this doctoral program has not been viable for some time, with a lack of qualified faculty in the specializations of ethnomusicology and musicology, minimum acceptance numbers of new students and low graduation rates; and

WHEREAS, admission to the program was suspended in Fall 2009; and

WHEREAS, the accrediting body (National Association of Schools of Music) concurred with the School of Music about the program's capacity to adequately support its purposes, goals, objectives and curriculum; and

WHEREAS, the School of Music has other programs exhibiting great potential for significant growth, and would prefer to allocate its resources toward these programs; and

WHEREAS, faculty associated with the Musicology–Ethnomusicology major teach courses in the school's other undergraduate and graduate programs and will not be negatively impacted by the inactivation of this program; and

WHEREAS, the proposed inactivation has been reviewed and approved by the appropriate school and college faculty and curriculum committees, the Educational Policies Council, and the Faculty Senate, and also has the endorsement of the Provost and the President; now therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the inactivation of the Musicology-Ethnomusicology major within the Doctor of Philosophy Degree, effective Spring 2012.

Resolution 2012-6

**INACTIVATION OF THE SCHOOL HEALTH EDUCATION MAJOR
WITHIN THE MASTER OF EDUCATION DEGREE**

WHEREAS, the College of Education, Health and Human Services has recommended inactivation of the School Health Education major within the Master of Education degree; and

WHEREAS, the faculty have noted the lack of enrollment in this major over the last few years; and

WHEREAS, students interested in a master's degree with licensure in School Health Education may choose the Health Education and Promotion major with a School Health Licensure concentration, within the Master of Education degree; and

WHEREAS, the proposed inactivation of the major has been reviewed and approved by the Health Education and Promotion faculty, the Health Sciences School Curriculum Committee, the College of Education, Health and Human Services Curriculum Committee, the Educational Policies Council, and the Faculty Senate, and also carries the endorsement of the Provost and the President; now, therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the inactivation of the School Health Education Major within the Master of Education degree, effective Fall 2012.

Resolution 2012-7

**INACTIVATION OF THREE MAJORS
WITHIN THE ASSOCIATE OF TECHNICAL STUDIES DEGREE**

WHEREAS, faculty in the Associate of Technical Studies degree program at Kent State University at Salem within the Regional College have carefully assessed all programs under the Associate of Technical Studies degree; and

WHEREAS, the Regional College Curriculum Committee has recommended inactivation of the Diagnostic Medical Sonography major, the Nuclear Medicine Technology major, and the Radiation Therapy Technology major; and

WHEREAS, the faculty have noted the lack of enrollment in each of these majors, primarily due to closure of hospital-based certificate programs required for these completion degrees; and

WHEREAS, the Regional College will continue to offer the Associate of Technical Studies degree in Radiologic Technology to interested students; and

WHEREAS, the proposed inactivation of majors has been reviewed and approved by the faculty at Kent State University at Salem, the Regional College Curriculum Committee, the Educational Policies Council, and the Faculty Senate, and also carries the endorsement of the Provost and the President; now, therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the inactivation of Diagnostic Medical Sonography, Nuclear Medicine Technology, and Radiation Therapy Technology majors within the Associate of Technical Studies degree, effective Fall 2012.

Resolution 2012-8

INACTIVATION OF THE THEATRE STUDIES MAJOR WITHIN THE MASTER OF ARTS DEGREE

WHEREAS, the College of the Arts and the School of Theatre and Dance seek approval of the inactivation of the Theatre Studies major within the Master of Arts degree; and

WHEREAS, the School of Theatre and Dance offers and will continue to offer a Master of Fine Arts degree in the same major; and

WHEREAS, enrollment in the Master of Arts degree has historically remained low, and admission to the program was suspended in Fall 2010; and

WHEREAS, the inactivation of the Master of Arts degree will allow the school to focus its resources to build on the strengths of the existing Master of Fine Arts degree; and

WHEREAS, faculty associated with the Master of Arts degree teach courses in the Master of Fine Arts degree and will not be negatively affected by the inactivation of this program; and

WHEREAS, the proposed degree program inactivation has been reviewed and approved by the appropriate school and college faculty and curriculum committees, the Educational Policies Council and the Faculty Senate, and also carries the endorsement of the Provost and the President; now therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the inactivation of the Theatre Studies Major within the Master of Arts degree, effective Fall 2012.

Resolution 2012-9

**INACTIVATION OF THE LATIN MAJOR
WITHIN THE BACHELOR OF ARTS DEGREE**

WHEREAS, the College of Arts and Sciences has recommended inactivation of the Latin major within the Bachelor of Arts degree; and

WHEREAS, the Latin major is currently required for teacher licensure in Latin; and

WHEREAS, the department of Modern and Classical Languages has reviewed the curriculum and moved the requirements for the Latin major to the Classics major, with a Latin concentration; and

WHEREAS, students interested in the Latin major for teacher education licensure may choose the Latin concentration of the Classics major to fulfill licensure requirements; and

WHEREAS, the proposed inactivation of the existing major has been reviewed and approved by the appropriate college faculty and curriculum committees, the Educational Policies Council, and the Faculty Senate, and also carries the endorsement of the Provost and the President; now, therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the inactivation of the Latin major within the Bachelor of Arts degree, effective Fall 2012.

Resolution 2012-10

**INACTIVATION OF THE
INSTITUTE FOR SOCIAL AND CULTURAL INFORMATICS**

WHEREAS, the College of Communication and Information seeks approval for the inactivation of the Institute for Social and Cultural Informatics; and

WHEREAS, the Institute for Social and Cultural Informatics has operated since 1999, albeit under different names—the Ohio Institute for Information Research and Management (1999-2000) and the Institute for CyberInformation (2000-2008)—before assuming its current name in 2008; and

WHEREAS, the mission of the Institute for Social and Cultural Informatics has been to facilitate and promote cross-disciplinary and inter-organizational research for potential grant proposals related to strategic use and management of information resources and technology; and

WHEREAS, in January 2011, the director of the Institute for Social and Cultural Informatics returned to full-time faculty status and was not replaced; and

WHEREAS, the responsibilities of the Institute for Social and Cultural Informatics for interdisciplinary research and instructional initiatives have been effectively integrated into the Office of the Dean of the College of Communication and Information through the creation of various special-purpose, interdisciplinary teams of faculty and staff; and

WHEREAS, the work of the Institute for Social and Cultural Informatics was not linked to any Kent State degree programs or courses, and thus, formal inactivation will have no effect on students; and

WHEREAS, the proposed inactivation has been reviewed and approved by the appropriate college faculty and committees, the Educational Policies Council and the Faculty Senate, and also have the endorsement of the Provost and the President; now therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the inactivation of the Institute for Social and Cultural Informatics, effective Fall 2012.

Resolution 2012-11

**REVISION IN NAME OF THE BACHELOR OF GENERAL STUDIES DEGREE
TO THE BACHELOR OF INTEGRATIVE STUDIES DEGREE**

WHEREAS, the College of Arts and Sciences seeks approval of the revision of the name of the Bachelor of General Studies degree to the Bachelor of Integrative Studies degree; and

WHEREAS, the name change was suggested by program reviewers and alumni to reflect the degree program's multidisciplinary and integrative nature and to offer more meaning and marketability for the program; and

WHEREAS, the proposed revision includes two new concentrations within the degree, in Integrative Studies—General and Integrative Studies—Three Minors; and

WHEREAS, creation of two concentrations offers the best of both models—a “general” concentration for students to design a program by integrating individual courses, and a three-minor concentration for students to combine their disciplinary interests at greater depth; and

WHEREAS, the name and curriculum changes also respond to student demand for a flexible program that will allow the integration of disciplines to meet their career goals, in addition to offering structure and direction for the wide variety of students this program attracts; and

WHEREAS, the proposed name revision has been reviewed and approved by the appropriate college faculty and curriculum committees, the Educational Policies Council and the Faculty Senate, and also carries the endorsement of the Provost and the President; now therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the revision in name of the Bachelor of General Studies degree to the Bachelor of Integrative Studies degree, effective Fall 2012.

Resolution 2012-12

REVISION IN NAME OF THE CONSERVATION MAJOR TO ENVIRONMENTAL AND CONSERVATION BIOLOGY WITHIN THE BACHELOR OF SCIENCE DEGREE

WHEREAS, the Department of Biological Sciences in the College of Arts and Sciences has proposed the revision in name of the Conservation major to Environmental and Conservation Biology within the Bachelor of Science degree; and

WHEREAS, this major demonstrates strong employment opportunities for graduates in a wide variety of careers, such as research universities, government and state natural resource management agencies, environmental protection agencies, federal, state and local park departments, private business, and non-profit organizations; and

WHEREAS, in addition to the revision in name, two new concentrations within the major have been established – Conservation Biology and Environmental Policy and Management; and

WHEREAS, the Conservation Biology concentration will prepare students for careers with universities or government research agencies, and the Environmental Policy and Management concentration will prepare students for careers with government agencies and for-profit consulting companies that implement environmental regulations or habitat management and restoration methods; and

WHEREAS, the name change of the major and the creation of concentrated areas of study within the major allow the department to clearly communicate the program's focus and attract prospective students; and

WHEREAS, the proposed degree program has been reviewed and approved by the appropriate department and college faculty and curriculum committees, the Educational Policies Council and the Faculty Senate, and also carries the endorsement of the Provost and the President; now therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the revision in name of the Conservation major to Environmental and Conservation Biology within the Bachelor of Science degree, effective Fall 2012.

Resolution 2012-13

REVISION IN NAMES OF THE FRENCH, GERMAN, RUSSIAN AND SPANISH MAJORS WITHIN THE BACHELOR OF ARTS DEGREE

WHEREAS, the Department of Modern and Classical Language Studies in the College of Arts and Sciences seeks approval of the revision in names of the French, German, Russian and Spanish majors within the Bachelor of Arts degree; and

WHEREAS, the new major names will be French Literature, Culture and Translation; German Literature, Culture and Translation; Russian Literature, Culture and Translation; and Spanish Literature, Culture and Translation; and

WHEREAS, admissions to the department's corresponding majors within the Bachelor of Science degree – French Translation, German Translation, Russian Translation and Spanish Translation – will be suspended until 2016 until a decision is reached by the department to begin admitting students again or eliminate completely; and

WHEREAS, the suspension of the translation majors and the name and curriculum revisions of the language majors will increase efficiency while allowing the department to remain faithful to its mission to provide students with functional proficiency, cultural literacy and greater sensitivity, tolerance and appreciation for diversity through the study of language, literature and culture; and

WHEREAS, the proposed degree program has been reviewed and approved by the appropriate department and college faculty and curriculum committees, the Educational Policies Council and the Faculty Senate, and also carries the endorsement of the Provost and the President; now therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the revision of the names of the French, German, Russian and Spanish majors within the Bachelor of Arts degree to French Literature, Culture and Translation; German Literature, Culture and Translation; Russian Literature, Culture and Translation; and Spanish Literature, Culture and Translation; effective Fall 2012.

Trustee Eckart noted that Vice President Jarvie provided the committee with an enrollment update. He remarked that in short, what should be up is up and what should be good is good. Vice President Jarvie and Provost Frank also gave a joint presentation on retention to graduation initiatives, he said.

It is the recommendation of the committee that all management decision items be included in the consent agenda, he stated.

With that, Trustee Eckart concluded his report.

ACTION: There were no objections to placing the management decision items on the consent agenda.

Chair Woods then called on Trustee Stephen Colecchi to give the Audit Committee and Finance and Administration Committee reports, on behalf of Committee Chair Patrick Mullin.

AUDIT COMMITTEE

Trustee Colecchi stated that the Audit Committee met this morning to review the second quarter report of fiscal year 2012. The audit activity schedule was reviewed and no irregular items were reported, he said.

With that, Trustee Colecchi concluded his report.

FINANCE AND ADMINISTRATION COMMITTEE

Trustee Colecchi noted that the Finance and Administration Committee considered seven management decision items in addition to routine information items that are prepared by the administration for each meeting of the Board of Trustees. The information items were routine in nature, he reported, and included changes in two administrative policies.

COLLEGE OF PODIATRIC MEDICINE

Trustee Colecchi presented a resolution recommending Board approval of the acquisition of the Ohio College of Podiatric Medicine. The administration has been working on the transition and terms of this acquisition throughout the recent months, he said. The acquisition will bring new curriculum opportunities and strategic synergies for Kent State, and will establish a new Kent State University campus location in Northeast Ohio, he said.

Resolution 2012-14

**APPROVAL OF ACQUISITION OF THE
OHIO COLLEGE OF PODIATRIC MEDICINE**

WHEREAS, it is the intent of Kent State University to develop and expand its current academic and degree options in public health and related fields; and

WHEREAS, the university identified the Ohio College of Podiatric Medicine for its excellence and extensive history in providing podiatric education in Ohio for nearly 100 years; and

WHEREAS, the university and the Ohio College of Podiatric Medicine have been in discussions to join in creating a Kent State University College of Podiatric Medicine; and

WHEREAS, such agreement is evidenced by an Asset Transfer Agreement; and

WHEREAS, the Kent State University Board of Trustees has an interest in and responsibility to approve new properties procured, colleges formed, and degree programs created in furtherance of the mission of the university; and

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the acquisition of the assets of the Ohio College of Podiatric Medicine on the terms and conditions set forth in the Asset Transfer Agreement, to be executed by the Board Chair on behalf of Kent State University.

BE IT FURTHER RESOLVED, that the Board delegates all necessary authority to President Lester A. Lefton, or his designated vice presidents, to execute all subsequent documents needed to implement the Asset Transfer Agreement and perform all other duties necessary to continue with the creation of the Kent State University College of Podiatric Medicine.

APPROVAL OF ROOM AND BOARD RATES EFFECTIVE FALL 2012

Trustee Colecchi then brought forth a resolution requesting approval of room and board rates to be effective for the Fall 2012 semester. He noted that the residence halls and food services are auxiliary enterprises that are self-supporting through user fees. A combined rate increase of 3.92% is needed to cover operating costs and to finance repairs and reinvestment in the aging housing infrastructure, he said. Other operating expense items are consistent with overall inflationary trends, and even with the proposed increases, Kent State's total cost of attendance for tuition, room and board will remain one of the lowest in Ohio.

Resolution 2012-15

**APPROVAL OF ROOM AND BOARD RATES
EFFECTIVE FALL 2012**

WHEREAS, it is the intent of the university to operate its residence hall and dining programs on a self-sufficient basis; and

WHEREAS, the residence hall and dining programs are intended to provide quality services at a reasonable price that is competitive in the marketplace; and

WHEREAS, the Kent State University Board of Trustees has an interest and responsibility regarding the quality and affordability of housing on the Kent Campus; and

WHEREAS, increasing costs of operations necessitate a fee adjustment to preserve and improve residence housing offerings; and

WHEREAS, it is recommended by housing and dining management that the standard double-room rate be increased by 3.97%, and the basic board rate be increased by 3.83%, resulting in a combined increase in the standard undergraduate room and board rate of 3.92%; now, therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the attached schedule of room and board rates effective for Fall 2012.

APPROVAL OF TUITION AND FEES EFFECTIVE FALL 2012

Trustee Colecchi moved to the next action item recommended for Board approval: tuition and fees for all Kent State campuses, effective Fall 2012. A general tuition increase of 3.5% is recommended for Kent and regional campuses, consistent with the limitations established in the state's biennial budget and necessary to address ongoing operating needs, strategic investments, and funding of deferred maintenance and improvements to aging facilities across the campuses, he said. In addition, the committee reviewed and recommended approval of changes to course and program fees, which are necessary to provide resources for programs and courses that have a substantially higher cost of delivery, he reported.

Within the tuition rate schedule, the committee also recommended a structural change in how tuition is calculated. At present, students are charged a flat rate for credit hours of enrollment at or above 11 credit hours. The flat rate is roughly equivalent to 11 credit hours and is charged regardless of the number of excess hours taken by the student. Therefore, a student taking a traditional full-time course load of 15 credit hours pays for 11 credit hours. Similarly, a student taking 20 or more hours is charged the same rate as the student enrolled in 11 hours, he explained. Clearly there are costs associated with heavier course loads and most universities in Ohio and nationally charge a per-credit fee above the full-time rate. Further, most universities

begin their flat-rate, also known as the tuition plateau, at 12 credit hours instead of KSU's 11 credit-hour plateau.

The board and administration have reviewed extensive data regarding the university's tuition program, and concluded that such a change is necessary at this time to support investments in academic programs and especially in academic facilities. It is recommended that the tuition plateau be changed to 11-17 credits for the 2012-13 fiscal year, and to 11-16 credit hours beginning with fiscal year 2013-14 and beyond, he said. The proposed upper limit for the plateau is consistent with policies at many other state schools in Ohio. However, the continuing 11-hour plateau pricing equivalent is lower than most of the Ohio universities. He remarked that it is understood that any additional revenues generated from the revisions to the tuition plateau will be directed to fund improvement to university facilities.

Resolution 2012-16

APPROVAL OF TUITION AND FEES EFFECTIVE FALL 2012

WHEREAS, the Board of Trustees is responsible for approving fees for instruction and other education services and is also authorized to establish special purpose fees and charges for services and benefits provided to students; and

WHEREAS, resources provided as state assistance are constrained by the economic challenges throughout the nation, state, and region; and

WHEREAS, additional resources are needed in a number of areas to preserve academic program quality and services to students in order that the university's excellence agenda may continue; and

WHEREAS, resources needed to adequately fund critically needed facility and programmatic needs exceed the projected growth in overall revenues produced by a 3.5% increase in undergraduate and graduate tuition as permissible in the 2012–2013 State of Ohio biennial budget; and

WHEREAS, proposed changes to tuition and other program and course fees have been reviewed extensively by university staff including executive officers, to insure that all are in the appropriate amounts and are necessary to protect program quality; and

WHEREAS, the university's analysis included fee structures, such as the fee plateau which establishes a flat amount for students taking 11 or more credit hours during a semester; and

WHEREAS, the current fee plateau produces an inequity in that students who enroll in lighter course schedules in essence provide a subsidy for students taking heavy course schedules, many of which significantly exceed a 15-credit, full-time student status; and

WHEREAS, it is recognized that a revision to the fee plateau at the Kent Campus would improve equity among students enrolling in more than 11 credits per semester, in addition to producing critical resources for urgently needed facility and program improvements; and

WHEREAS, it is recommended that changes to the fee plateau structure be phased over two years beginning with Fall 2012, such that students would be charged the individual credit hour fee for all enrolled hours above 17 credit hours; and

WHEREAS, the second phase would be effective in the 2013–2014 academic year, and that enrollment in more than 16 credit hours per semester from that point forward would be assessed the standard credit hour rate for each such additional hour; now, therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby approves the attached schedule of tuition and fees to become effective with the Fall 2012 semester, unless otherwise noted; and

BE IT FURTHER RESOLVED, that the Kent State University Board of Trustees approves recommended changes to the tuition fee plateau, becoming effective during the next two years in the manner described above.

*RESOLUTION AMENDING RESOLUTION NO. 2009-73 AUTHORIZING THE
ISSUANCE OF GENERAL RECEIPTS BONDS*

Trustee Colecchi then presented a resolution authorizing the issuance of bonds up to \$170 million for the repair, maintenance, and/or replacement of buildings on the Kent Campus. With this action, the university will move ahead on a major capital reinvestment in academic facilities that has been pursued by the board and administration since 2009. He noted that Regents Chancellor Jim Petro recognized the university's capital needs and approved a \$210-million bond issuance last spring, but the university has had to reconsider how to repay the bonds without a designated student fee.

Trustee Colecchi noted that the administration has worked vigilantly to identify a funding source for repayment of these bonds. Through strategic efforts to grow enrollment and through careful cost containment, it is believed that resources can be made available to repay \$170 million of bonded indebtedness, he said. This unprecedented commitment to academic capital improvements will require reallocation and sacrifices in other areas of the university budget. He noted that last spring, the Faculty Senate Budget Advisory Committee (FaSBAC) recommended the creation of a \$3-million annual allocation to be directed to building improvements.

The group's action bears testament to the recognized needs across the campus and is consistent with the funding methods recommended by various state officials to address capital needs, he said. Both the board and the administration have worked hard during these past months to find a way to address this priority. He congratulated everyone involved for providing a solution to this critical need.

Resolution 2012-17

AMENDING RESOLUTION NO. 2009-73 ADOPTED NOVEMBER 17, 2009 AUTHORIZING THE ISSUANCE OF GENERAL RECEIPTS BONDS

WHEREAS, the Board of Trustees has determined to authorize the University to issue one or more series of General Receipts Bonds or Notes in a principal amount not to exceed \$170,000,000 for the purpose of financing facilities improvements to its main campus in furtherance of the University's academic programs, including the rehabilitation of existing buildings and the construction, furnishing and equipping of new structures;

NOW, THEREFORE, BE IT RESOLVED BY THE KENT STATE UNIVERSITY BOARD OF TRUSTEES, as follows:

Section 1. Definitions and Interpretations. In addition to the words and terms defined in the Bond Proceedings, the following words and terms used in this Resolution, the applicable Supplemental Trust Agreement and Certificate of Award shall have the following meanings unless otherwise therein provided or unless the context or use clearly indicates another or different meaning or intent:

“Act” means Sections 3345.11 and 3345.12 of the Revised Code, and Sections 9.98 through 9.983 of the Revised Code made applicable by Section 3345.12(B), as the same may be amended, modified, revised, supplemented, or superseded from time to time, provided that no further action by the General Assembly shall alter the obligation of the University to pay the Bond Service Charges in the amount and manner, at the times, and from the sources provided in this Resolution, the Trust Agreement and the applicable Supplemental Trust Agreement, except as otherwise permitted in the Bond Proceedings.

“Authenticating Agent” means the Trustee and any other bank, trust company or other person designated as an Authenticating Agent for a series of Bonds by or in accordance with the Bond Proceedings, each of which shall be a transfer agent registered in accordance with Section 17A(c) of the Securities Exchange Act of 1934 as amended.

“Authorized Denominations” means the denominations for each series of Bonds as set forth in the Certificate of Award relating to that series of Bonds.

“Board” means the Board of Trustees of the University.

“Bond Proceedings” means the Trust Agreement, the applicable Supplemental Trust Agreement, this Resolution and any Credit Support Instrument for the applicable series of Bonds, and any amendments of and supplements to or any combination of them, authorizing or providing for the terms and conditions and agreements applicable to, or providing for the security for, liquidity or sale of, or the terms contained in, the Bonds.

“Bond Purchase Agreement” means any Bond Purchase Agreement between the Original Purchaser and the University, relating to the sale and purchase of the Bonds.

“Bond Registrar” means the person that keeps and maintains the Register for the applicable Bonds, which shall be the Trustee except as may otherwise be provided pursuant to any Supplemental Trust Agreement.

“Bond Reserve Requirement” or “Required Reserve” means as to any series of Bonds (as of the date of any calculation), an amount that is at least equal to the amount of Bond Service Charges as required by the Bond Proceedings applicable to that series. The Bond Reserve Requirement for any series of Bonds may be provided for by deposit of moneys or Eligible Investments or by a Credit Support Instrument or by any combination of the foregoing.

“Bonds” as used in this Resolution and notwithstanding the different meaning given in the Trust Agreement, means the General Receipts Bonds authorized by this Resolution which may be issued in one or more series.

“Book Entry Form” or “book entry system” means a form or system under which physical Bond certificates in fully registered form are issued only to a Securities Depository or its nominee as registered owner, with the certificated Bonds held by and immobilized in the custody of the Securities Depository or its agent, and the book entry system, maintained by and the responsibility of others than the University or Trustee, is the record that identifies, and records the transfer of the interests of, the owners of book entry interests in those Bonds.

“Certificate of Award” means the Certificates of Award authorized by Section 6 herein, setting forth and determining certain terms and other matters pertaining to the Bonds and their issuance, sale and delivery, consistent with this Resolution.

“Code” means the Internal Revenue Code of 1986, the Treasury Regulations (whether proposed, temporary or final) under that Code or the statutory predecessor of that Code, and any amendments of, or successor provisions to, the foregoing, and any official rulings, announcements, notices, procedures and judicial determinations regarding any of the foregoing, all as and to the extent applicable. Unless otherwise indicated, reference to a section of the Code includes any applicable successor section or provision and such applicable Treasury Regulations, rulings, announcements, notices, procedures and determinations pertinent to that section.

“Costs of Facilities” means “costs of facilities” as defined in Revised Code Section 3345.12, being costs related to University Facilities including costs of issuance and other financing costs (as defined in Revised Code Section 133.01), for the payment of which Bonds may be issued under the Act.

“Credit Support Instrument” means a policy of bond insurance, a surety, a letter of credit, a standby bond purchase agreement or other credit enhancement, support or liquidity device provided pursuant to an agreement to which the University is a party and which is used to enhance the security or liquidity of any Bonds or to provide, in whole or in part, any Bond Reserve Requirement.

“Eligible Investments” means Eligible Investments as defined generally or for a particular purpose in the Trust Agreement or applicable Supplemental Trust Agreement.

“Facilities” or “University Facilities” means facilities as defined in Section 3345.12 of the Revised Code.

“Fiscal Officer” means the Vice President for Finance and Administration or such other officer of the University as may be, or be designated by the Board as, the chief financial officer of the University, as shown in a written certification maintained by the University on file with the Trustee, signed by the President or an officer of the Board and currently identifying the Fiscal Officer, and shall also mean any officer of the University identified in that certificate as an alternate to that officer.

“Fiscal Year” means a period of 12 consecutive months commencing on the first day of July of any year and ending on the last day of June of the following year, or, as to be evidenced for purposes of the Bond Proceedings by a certificate of an Authorized Officer filed with the Trustee, such other consecutive 12-month period as may hereafter be established as the University’s fiscal year.

“General Receipts” shall have the meaning provided in the Trust Agreement.

“Interest Payment Dates” means with respect to a series of Bonds, the dates provided in the Certificate of Award for that series of Bonds.

“Mandatory Redemption Obligation” or “Mandatory Redemption” or “Mandatory Sinking Fund Redemption” means mandatory prior redemption of Bonds pursuant to Mandatory Sinking Fund Requirements.

“Mandatory Sinking Fund Requirements” means amounts required by the Bond Proceedings to be deposited to the Bond Service Account in any Fiscal Year for the purpose, as provided in the Bond Proceedings, of retiring, at their stated maturities or by mandatory prior redemption or other prior retirement, principal of Bonds or of paying interest or interest equivalent on Bonds, which by the terms of the Bonds are due and payable in any subsequent Fiscal Year.

“Note Certificate of Award” means, as to any Series of Notes, the Note Certificate of Award authorized in Section 12.

“Notes” means bond anticipation notes (including renewal notes) or other obligations of the University authorized to be issued under this Resolution to provide interim financing for the Projects.

“Obligations” means Bonds or Notes or other evidences of obligation authorized to be issued by the University under the Act to provide money to pay costs of Facilities, or to fund, refund or retire Obligations previously issued.

“Original Purchaser” means the firm or firms selected by the Fiscal Officer to purchase or underwrite Bonds of a series as provided for in Section 6 of this Resolution.

“Outstanding Bonds” as used in this Resolution means any of the University’s General Receipts Bonds outstanding as of the date hereof.

“Paying Agent” means the Trustee and any other bank, trust company or other person designated as a Paying Agent for a series of Bonds by or in accordance with the Bond Proceedings, each of which must be a transfer agent registered in accordance with Section 17A(c) of the Securities Exchange Act of 1934 as amended.

“President” means the President of the University.

“Principal Payment Dates” means the dates on which principal is stated to be payable on the Bonds at stated maturity or pursuant to Mandatory Sinking Fund Requirements and Mandatory Redemption Obligations, as provided for each series of Bonds in the Bond Proceedings for that series.

“Project” or “Projects” means the acquisition, construction, reconstruction, rehabilitation, furnishing and equipping of “facilities” as defined in Revised Code Section 3345.12(A)(6), including without limitation, improvements to rehabilitate

academic, administrative and other campus buildings, energy conservation improvements, new buildings and structures in furtherance of the University's academic programs, including facilities for centers of academic excellence, and the acquisition of furnishings and equipment, and other improvements to University Facilities approved by this Board, including in each case all related costs constituting "costs of facilities" as defined in Revised Code Section 3345.12(A)(10).

"Register" means the books kept and maintained by the Trustee, as Bond Registrar pursuant to the Bond Proceedings, for the registration, exchange and transfer of Bonds.

"Registered Bonds" means fully registered Bonds registered as to both principal and interest in the name of the owner or holder, including Bonds issued under a book entry system.

"Resolution" or "this Resolution" means this Resolution authorizing the issuance and sale of the Bonds in one or more series, and including the applicable Certificate of Award for the series.

"Secretary" means the Secretary of the Board.

"Securities Depository" or "Depository" means any securities depository that is a clearing agency under federal law operating and maintaining, with its participants or otherwise, a book entry system to record ownership and effect transfers of book entry interests in bonds, and includes and means initially The Depository Trust Company (a limited purpose trust company), New York, New York, and any successor Depository.

"Serial Bonds" means, those Bonds maturing on the dates set forth in the Bond Proceedings, bearing interest payable on each Interest Payment Date and not subject to Mandatory Redemption.

"Special Funds" or "Special Funds and Accounts" means the Bond Service Fund and accounts in that fund, and any fund or account established under and identified as a Special Fund or Account in the Trust Agreement or a Supplemental Trust Agreement.

"State" means the State of Ohio.

"Supplemental Trust Agreement" means, with respect to each series of Bonds, the applicable Supplemental Trust Agreement between the University and the Trustee authorized by this Resolution and the applicable Certificate of Award.

"Term Bonds" means those Bonds, if any, designated as such and maturing on the date or dates set forth in the Bond Proceedings, bearing interest payable on each Interest Payment Date, and subject to Mandatory Redemption pursuant to Mandatory Sinking Fund Requirements.

“Trust Agreement” means the Amended and Restated Trust Agreement (Sixteenth Supplemental Trust Agreement) effective June 21, 2010, which amended and restated the Trust Agreement dated as of November 1, 1971, as amended by Section 7 of the Third Supplemental Trust Agreement dated as of April 1, 1992, Section 8.1 of the Eighth Supplemental Trust Agreement dated as of February 1, 2001, and the Ninth Supplemental Trust Agreement dated as of February 15, 2002. “Trustee” means the bank, trust company or national banking association authorized to exercise corporate trust powers in the State and having a corporate trust office in the State at which trustee and bond registrar functions will be carried out, as selected by the Fiscal Officer, as trustee under the Trust Agreement and Supplemental Trust Agreements, and any successor trustee pursuant to that Agreement, presently The Huntington National Bank.

“University” means Kent State University established and existing under Chapter 3341 of the Ohio Revised Code, and every part and component thereof as from time to time existing, and when the context admits, includes its Board of Trustees.

Unless the context otherwise indicates, words importing the singular number include the plural number, and vice versa, and the terms “hereof,” “herein,” “hereby,” “hereto,” “hereunder,” and similar terms, mean this Resolution and the applicable Supplemental Trust Agreement authorized by this Resolution. References to sections, unless otherwise stated, are to sections of this Resolution.

Section 2. Authority and Security. This Resolution is adopted under authority of the Constitution of the State of Ohio (particularly Section 2i of Article VIII) and the Act. The Bonds are to be issued and secured under the Trust Agreement, as supplemented by the applicable Supplemental Trust Agreement.

There is hereby pledged, in priority to all other expenses, claims and payments, to the security of the Bonds and for the payment of the Bond Service Charges and for establishment and maintenance of any Bond Reserve Requirement, the gross amount of General Receipts and the Bond Service Fund as provided in the Trust Agreement. In accordance with the Act, all the General Receipts are immediately subject to the lien of the pledge upon receipt thereof by the University and that pledge creates a perfected security interest without necessity for prior separation, physical delivery, filing or recording or further act.

The Bonds shall be special obligations of the University. To the extent provided in and except as otherwise permitted by the Trust Agreement, the Bond Service Charges shall be payable equally and ratably solely from the General Receipts and the Special Funds, and the payment of Bond Service Charges on the Bonds shall be secured (i) by the Trust Agreement and (ii) by a pledge and assignment of and a lien on the General Receipts and the Special Funds. However, any pledge or assignment of or lien on any fund, account, General Receipts,

money or other intangible property not in the custody of the Trustee shall be valid and enforceable only to the extent permitted by law.

Nothing in the Trust Agreement shall prevent payment of Bond Service Charges on one series of Bonds from being otherwise secured and protected from sources or by property, funds, and instruments not applicable to another series of Bonds. Without limiting the generality of the foregoing, nothing in the Trust Agreement shall prevent the University from providing a Credit Support Instrument pledged or relating to the payment of Bond Service Charges on any one or more series or part of a series of Bonds, and not on other Bonds.

The Bonds shall not constitute a general obligation debt or full faith and credit pledge of the University; the general resources of the University shall not be required to be used, and neither the general credit or full faith and credit of the University are or shall be pledged, for the performance of any duty under the Bond Proceedings or the Bonds. Nothing in the Bond Proceedings gives the holders of Bonds, and they do not have, the right to have excises or taxes levied by the General Assembly, or ad valorem property taxes levied by the University, for the payment of Bond Service Charges, but the Bonds are payable solely from the General Receipts and the Special Funds as provided in the applicable Bond Proceedings, and each Bond shall contain a statement to that effect; however, nothing shall be deemed to prohibit the University, of its own volition, from using to the extent it is lawfully authorized to do so, any other resources or General Receipts for the fulfillment of any of the terms, conditions or obligations of the Trust Agreement or the Bonds.

The University may secure Obligations other than Bonds by a pledge of the General Receipts under the terms and conditions set forth in the Trust Agreement for Parity Obligations.

Section 3. Credit Support Instruments for Obligations. The Fiscal Officer is authorized to negotiate with one or more financial institutions to obtain a Credit Support Instrument for the Obligations if the Fiscal Officer determines that such Credit Support Instrument will enhance the marketability of those Obligations so that those Obligations may be remarketed at lower variable rates of interest or at fixed rates of interest, or will otherwise result in a savings in the cost of the financing to the University. In addition, the Fiscal Officer is authorized to negotiate with one or more financial institutions, from time to time so long as the Obligations are outstanding, to obtain Credit Support Instruments to replace any expiring Credit Support Instruments. The cost of any Credit Support Instrument for the Obligations shall be paid from the proceeds of such Obligations.

Section 4. Designation and Purpose of Bonds. The University hereby declares it to be necessary to, and the University is authorized to issue, sell and deliver, as provided and authorized in the Bond Proceedings, General Receipts Bonds of the University in the maximum aggregate principal amount not to exceed \$170,000,000, in one or more series, for the purpose of paying costs of

the Projects. The principal amount of each series of Bonds is to be the amount set forth in the Certificate of Award for that series and is to be the amount determined by the Authorized Officers to be the amount required to pay costs of the Projects, including all related costs constituting Costs of Facilities, provided that amount shall not exceed \$170,000,000. The proceeds from the sale of each series of Bonds shall be allocated, deposited and applied as provided in Section 8 of this Resolution and the applicable Supplemental Trust Agreement.

The Bonds may be issued in one or more separate series, each bearing a distinctive designation, provided that the Bonds of each series satisfy the requirements of this Resolution and the Trust Agreement. Separate series of Bonds may be issued at the same or different times. The Bonds of each series shall be designated as provided in the applicable Certificate of Award. If separate series of Bonds are issued at different times, a separate Certificate of Award and Supplemental Trust Agreement shall be signed and delivered for each series.

The aggregate principal amount of the Bonds to be issued, not exceeding the amount of \$170,000,000, shall be in an amount (rounded to the next higher or lower multiple of \$5,000) determined in the Certificate of Award to be the aggregate principal amount that is necessary, taking into account any discount from the aggregate principal amount of the Bonds at which they are sold to the Original Purchaser identified in the Certificate of Award, in order to effect the purpose for which the Bonds are to be issued, including payment of financing costs relating to the Bonds.

Section 5. General Terms and Provisions Applicable to the Bonds.

(a) **Form.** The Bonds shall be issued only as fully registered Bonds and substantially in the form set forth in the applicable Supplemental Trust Agreement for the related series of Bonds and shall be numbered as determined by the Fiscal Officer. The Bonds shall be signed by at least two of the following officers: Fiscal Officer, Chair of the Board or Vice Chair of the Board. Any or all of those signatures may be by facsimile. The Bonds shall be authenticated in the manner provided in the Trust Agreement.

The Bonds may be issued to a Securities Depository for holding in a book entry system and: (i) those Bonds shall be registered in the name of the Securities Depository or its nominee, as registered owner, and immobilized in the custody of the Securities Depository or its agent; and (ii) those Bonds as such shall not be transferable or exchangeable, except for transfer to another Depository or to another nominee of a Depository without further action by the University as provided in the Supplemental Trust Agreement for the related series of Bonds.

Bonds shall be issued in Authorized Denominations and shall be dated as of their date of issuance or as of another date as may be stated in the Certificate of Award for the related series of Bonds. The Bonds shall be payable at the places and in

the manner provided in the Supplemental Trust Agreement for the related series of Bonds.

(b) **Interest.** The Bonds of each series shall bear interest from their respective dates payable on the Interest Payment Dates at the respective rates per year to be determined by the Fiscal Officer and set forth in the Certificate of Award and Supplemental Trust Agreement for the related series of Bonds. The weighted average interest rate of all Bonds of a series shall not exceed eight percent (8%) per year.

(c) **Maturities.** The Bonds of each series shall mature on the dates and in the amounts as the Authorized Officers determine, provide and state in the Certificate of Award, provided that no Bonds shall mature later than December 1, 2052.

(d) **Prior Redemption.**

(i) **Term Bonds--Mandatory Redemption.** If provided for in the Certificate of Award, Bonds maturing in a particular year may be consolidated with the principal amount of Bonds maturing in one or more prior consecutive years to provide for Term Bonds maturing in that later year in the aggregate principal amount of those consolidated maturities. Any such Term Bonds shall be subject to mandatory redemption by the University pursuant to mandatory sinking fund requirements at a redemption price equal to 100% of the principal amount redeemed, plus accrued interest to the date of redemption, on the dates and in the principal amounts as determined by the Authorized Officers in the Certificate of Award. The amounts required to be paid to the Bond Service Account shall include amounts sufficient to redeem (less the amount of any credit as provided in the Supplemental Trust Agreement for the related series of Bonds) on each principal payment date in the respective principal amounts of any Term Bonds subject to mandatory sinking fund redemption.

At its option, to be exercised on or before the 45th day next preceding any mandatory sinking fund redemption date, the University may (i) deliver to the Trustee for cancellation Term Bonds, in any aggregate principal amount desired, or (ii) receive a credit in respect to the mandatory sinking fund requirement (and corresponding mandatory redemption obligation) of the University for any Term Bonds of the same series maturing in the same year as the Term Bonds so delivered to the Trustee, which prior to that date have been redeemed (other than through the operation of the mandatory sinking fund requirements provided for) or purchased for cancellation and cancelled by the Trustee and not theretofore applied as a credit against any mandatory sinking fund requirement (and corresponding mandatory redemption obligation). Each Term Bond so delivered or previously redeemed or purchased for cancellation shall be credited by the Trustee at 100% of its principal amount against the mandatory sinking fund requirement (and corresponding mandatory redemption obligation) of the University on that redemption date with respect to Term Bonds maturing in the same year and any credit in excess of that

amount may be credited against future mandatory sinking fund requirements with respect to Term Bonds of the same series maturing in the same year. If the University intends to avail itself in any year of the provisions of this paragraph, the University will on or before the 45th day next preceding the mandatory redemption date of that year furnish the Trustee with a certificate, signed by the Fiscal Officer, stating the extent to which the provisions of clauses (i) and (ii) above in this paragraph are to be availed of with respect to such mandatory sinking fund requirement (and corresponding mandatory redemption obligation). Unless that certificate is so timely furnished by the University, the mandatory sinking fund requirement (and corresponding mandatory redemption obligation) for that year shall not be reduced.

(ii) Optional Redemption. Bonds of one or more maturities may, as determined in the Certificate of Award, be subject to redemption at the option of the University prior to their stated maturities, in whole or in part (as directed by the University), from moneys other than those deposited in accordance with any mandatory sinking fund requirements as provided above, on the dates and at the redemption prices set forth in the Certificate of Award; provided that the first redemption date shall be not later than ten years from the first Interest Payment Date for the Bonds of that series and the highest redemption price for the Bonds issued shall not exceed 102%. If determined to provide lower interest costs and to be in the best interest of the University, as may be provided in the Certificate of Award, the Fiscal Officer may determine that none of the maturities of Bonds of any series will be subject to optional redemption prior to maturity or that certain maturities of Bonds of any series will not be subject to optional redemption prior to maturity.

(iii) Partial Redemption. If fewer than all of the outstanding Bonds of any series are called for redemption, the University shall identify the Bonds within that series to be called. If fewer than all of the outstanding Bonds of one maturity and interest rate of any one series are to be called for redemption, the selection of the Bonds or portions of those Bonds (in denominations authorized in the applicable Supplemental Trust Agreement) of that maturity to be called for redemption shall be made in the manner provided in the applicable Supplemental Trust Agreement. If optional redemption of Bonds of any series at a redemption price above 100% of the principal amount to be redeemed is to take place on any applicable mandatory sinking fund redemption date, the Bonds to be optionally redeemed shall be selected prior to the selection of the Term Bonds to be redeemed by mandatory sinking fund redemption.

(iv) Notice. Notice of call for redemption of Bonds of any series, setting forth the information provided for in the Trust Agreement, shall be given by the Trustee on behalf of the University to the registered owners of the Bonds to be redeemed in whole or in part at their addresses appearing on the Register. That notice shall be given by the Trustee by mail or by such electronic means and such number of days prior to the redemption date as shall be provided in the applicable Supplemental Trust Agreement. Notice by publication shall not

be required. Any defect in that notice as to any Bond shall not affect the validity of the proceedings for the redemption of any other Bond, and any failure to receive notice duly mailed shall not affect the validity of the proceedings for the redemption of any Bonds.

(e) **Reserve Fund.** Unless otherwise provided in the Certificate of Award, the Bonds shall not be secured by any reserve funds, it shall not be necessary to establish any Bond Service Reserve Account for the Bonds, and there shall not be any Required Reserve for the payment of Bond debt service charges on the Bonds.

Section 6. Sale and Award of Bonds.

(a) **General; Certificate of Award.** The Bonds are sold and awarded to the Original Purchaser on such terms that are in accordance with the Act, are authorized or not inconsistent with this Resolution, are not materially adverse to the University, and as are provided for or specified in the Certificate of Award and any Bond Purchase Agreement. The purchase price for any series of Bonds may not be less than 98% of the aggregate principal amount of the Bonds of that series (or, if the Bonds are sold at any original issue discount, 98% of the amount resulting from the subtraction of the aggregate net original issue discount from the aggregate original principal amount of the Bonds), plus any interest accrued on Bonds from their date to their delivery date. The original issue discount, if any, shall not exceed in the aggregate 5% with respect to the Bonds of any series. The Fiscal Officer is authorized and directed to execute one or more Certificates of Award and any Bond Purchase Agreements for the related series of Bonds, in order to provide for the definitive terms and terms of sale and award to the Original Purchaser of the Bonds of each series as provided in this Resolution, but not later than December 31, 2013. The Certificate of Award and any Bond Purchase Agreement for any series of Bonds shall not be inconsistent with this Resolution, and shall be approved by the Fiscal Officer, his execution of the Bond Purchase Agreement to constitute conclusive approval, and a finding that the terms are not materially adverse to the University, on behalf of the University.

(b) **Official Statement.** The Fiscal Officer is authorized to prepare and to complete a preliminary official statement and/or final official statement relating to the original issuance of any series of Bonds, if and to the extent required by Rule 15c2-12 adopted by the Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934 (the Rule) . If and to the extent applicable, the Fiscal Officer shall certify or otherwise represent that the preliminary official statement, in original or revised form, is a “deemed final” official statement (except for permitted omissions) by the University as of a particular date and that a completed version is a “final” official statement for purposes of the Rule. . The distribution and use of a preliminary official statement and final official statement by the University and the Original Purchaser is hereby authorized and approved with respect to Bonds of any series.

The President, the Fiscal Officer and any other appropriate officers of the University or the Board are further authorized (i) to use and distribute, or authorize the use and distribution of, the preliminary and/or final official statement and supplements thereto in connection with the original issuance of Bonds of any series as may in their judgment be necessary or appropriate, and (ii) to sign and deliver, on behalf of the University and in their official capacities, such certificates in connection with the accuracy of the preliminary and/or final official statements and any amendment thereto as may in their judgment be necessary or appropriate.

(c) **Continuing Disclosure Agreement.** If and to the extent required by the Rule, the University, for the benefit of the holders and beneficial owners of the Bonds, shall make a continuing disclosure agreement in the Supplemental Trust Agreement for the related series of the Bonds. The Fiscal Officer shall have the responsibility for the compliance by the University with that continuing disclosure agreement, and the Fiscal Officer shall establish procedures in order to ensure that compliance. That continuing disclosure agreement shall be the continuing disclosure agreement for purposes of the Rule, and its performance shall, as provided in it, be subject to the annual appropriation by the Board of moneys to meet costs required to be incurred to perform it.

Section 7. Establishment of Project Funds. The Fiscal Officer shall establish for each series of Bonds a separate Project Fund. Each Project Fund is to be established and maintained as a separate account on the books of the University and, unless otherwise provided in a Supplemental Trust Agreement, is to be held by the University in its custody as a deposit account or accounts with a bank or trust company which is a member of the Federal Deposit Insurance Corporation, except when invested as provided below. The Fiscal Officer shall apply the Project Fund to the payment of Costs of Facilities financed by the applicable series of Bonds, including the reimbursement to the University of moneys temporarily advanced for the purpose in anticipation of being reimbursed from the proceeds of the Bonds.

Each Project Fund may be invested and reinvested by or at the direction of the Fiscal Officer in such Eligible Investments as may be identified in the applicable Supplemental Trust Agreement, with notice periods for withdrawal, maturities or redemption provisions, and in amounts, as nearly as practicable, as will provide moneys when needed to pay those Costs of Facilities financed by the applicable series of Bonds. The investments and the proceeds of their sale shall constitute part of that Fund and shall be maintained separate from other investments of funds of the University, and income from those investments shall be credited to that Fund. Those investments may be sold, exchanged or collected from time to time by or at the direction of the Fiscal Officer. Any amounts in the Project Fund certified by the Fiscal Officer to be in excess of the amount needed to pay costs of the Projects may be used to pay principal of or interest on the Bonds of the series that funded the Projects if that expenditure will not, in the opinion of bond

counsel to the University adversely affect the exclusion of interest on the Bonds from gross income for federal income tax purposes.

Section 8. Allocation of Proceeds of Bonds. The proceeds from the sale of the Bonds of each series shall be received and receipted for by the Fiscal Officer or by his authorized representative for that purpose, and shall be allocated, deposited and credited as provided in the applicable Supplemental Trust Agreement.

Section 9. General Covenants of the University. The University, by issuance of the Bonds, covenants and agrees with their holders to perform its applicable covenants and agreements set forth in the applicable Bond Proceedings. Each of those obligations is binding upon the University, and upon each University officer or employee as from time to time may have the authority under law to take any action on behalf of the University that may be necessary to perform all or any part of that obligation, as a duty of the University and of each of those officers and employees resulting from an office, trust or station within the meaning of Section 2731.01 of the Revised Code, providing for enforcement by writ of mandamus. The University particularly covenants that it will:

(a) General Receipts. So long as any Bonds are outstanding, fix, make, adjust and collect fees, rates, rentals, charges, and other items of General Receipts, as will produce at all times General Receipts sufficient to:

- (i) Pay Bond Service Charges when due,
- (ii) Establish and maintain any Bond Service Reserve Account as provided in the applicable Bond Proceedings, and
- (iii) Together with other moneys lawfully available therefor, pay all costs and expenses required to be paid under the Bond Proceedings and all other costs and expenses necessary for the proper maintenance and successful and continuous operation of the University.

(b) Segregate Accounts. Segregate, for accounting purposes, the General Receipts and the Special Funds from all other receipts and funds of the University.

(c) Further Actions. At any and all times, cause to be done all such further acts and things and cause to be signed and delivered all such further instruments as may be necessary to carry out the purpose of the Bonds and Bond Proceedings or as may be required by the Act, and comply with all requirements of law applicable to the University and its operations.

(d) Payments. From the sources provided in the Trust Agreement, pay or cause to be paid the Bond Service Charges on each and all Bonds on the dates, at the places and in the manner provided in the applicable Bond Proceedings and Bonds, according to their true intent and meaning.

(e) Prior Pledges. Not make any pledge or assignment of or create or suffer any lien or encumbrance upon the Bond Service Fund or General Receipts prior to or on a parity with the pledge thereof in the Trust Agreement, except as authorized or permitted under the Trust Agreement.

(f) Faithful Performance. Observe and perform faithfully at all times all covenants, agreements, authority, actions, undertakings, stipulations and provisions to be observed or performed on its part under the Trust Agreement and other Bond Proceedings and the Bonds, and under all Board proceedings pertaining thereto.

Section 10. Tax Covenants. The provisions of this Section apply only to Bonds issued as obligations the interest on which is excluded from gross income for federal income tax purposes.

(a) Covenants. The Board covenants for the University with respect to any series of Bonds issued that:

(i) It will use, and will restrict the use and investment of, the proceeds of the Bonds in such manner and to such extent as may be necessary so that (A) those Bonds will not constitute private activity bonds, arbitrage bonds or hedge bonds under Section 141, 148 or 149 of the Code, or be treated other than as bonds to which Section 103 of the Code applies, and (B) the interest on those Bonds will not be treated as a preference item under Section 57 of the Code.

(ii) It (a) will take or cause to be taken such actions that may be required of it for the interest on the Bonds to be and remain excluded from gross income for federal income tax purposes, and (b) will not take or authorize to be taken any actions that would adversely affect that exclusion, and that it, or persons acting for it, will, among other acts of compliance, (1) apply the proceeds of the Bonds to the governmental purpose of the borrowing, (2) restrict the yield on investment property, (3) make timely and adequate payments to the federal government, (4) maintain books and records and make calculations and reports, and (5) refrain from certain uses of those proceeds and of property financed with those proceeds, all in such manner and to the extent necessary to assure that exclusion of that interest under the Code.

(iii) Further Authorizations. The Fiscal Officer and other appropriate officers are authorized (i) to make or effect any election, selection, designation, choice, consent, approval or waiver on behalf of the University with respect to the Bonds as the University is permitted to make or give under the federal income tax laws, including, without limitation, any of the elections provided for in Section 148(f)(4)(C) of the Code or available under Section 148 of the Code, for the purpose of assuring, enhancing or protecting favorable tax treatment or status of the Bonds or interest thereon or assisting compliance with requirements for that purpose, reducing the burden or expense of such compliance, reducing the rebate amount or payments of penalties, or making

payments of special amounts in lieu of making computations to determine, or paying, excess earnings as rebate, or obviating those amounts or payments, as determined by that officer, which action shall be in writing and signed by the officer, (ii) to take any and all other actions, make or obtain calculations, make payments, and make or give reports, covenants and certifications of and on behalf of the University, as may be appropriate to assure the exclusion of interest from gross income and the intended tax status of the Bonds, and (iii) to give one or more appropriate certificates, for inclusion in the transcript of proceedings for those Bonds, setting forth the reasonable expectations of the University regarding the amount and use of all the proceeds of those Bonds, the facts, circumstances and estimates on which they are based, and other facts and circumstances relevant to the tax treatment of the interest on and the tax status of the Bonds.

Section 11. Supplemental Trust Agreements. The President, the Vice President for Finance and Administration of the University and the Chair and Vice Chair of the Board, or any two of them, are authorized to execute and deliver to the Trustee, in the name of and on behalf of the University, and the Secretary to the Board is authorized to attest, one or more Supplemental Trust Agreements pursuant to the Trust Agreement and in connection with the issuance of each series of Bonds, not substantially adverse to the University as may be permitted by the Act and the Trust Agreement and approved by the officers executing it on behalf of the University. Any Supplemental Trust Agreement may contain amendments to the Trust Agreement, as theretofore amended, to permit the University increased flexibility for use of financial or credit structures or to provide other terms determined by the Authorized Officers to be in the best interests of the University.

Section 12. Notes. In order to obtain interim financing for any of the Projects, the University may issue notes in anticipation of the issuance of Bonds (Notes) to pay costs of such Projects and to refund any Notes previously issued pursuant to this Resolution. The Notes may be issued in one or more series each bearing a distinctive designation, provided that the Notes of each series satisfy the requirements of this Resolution. Separate series of Notes may be issued at the same or different times. The Notes shall be awarded and sold to the Original Purchaser selected by the Fiscal Officer and identified in the Note Certificate of Award, and in accordance with this Resolution and the Note Certificate of Award, and on such further or revised terms authorized or not inconsistent with this Resolution and not materially adverse to the University as are provided for or specified in the Note Certificate of Award. The Notes shall be awarded, sold and issued, and the proceeds of the Notes shall be applied, pursuant to this Resolution, the Trust Agreement, a Supplemental Trust Agreement and the Note Certificate of Award, and may be the subject of Credit Support Instruments, in the same manner and subject to the same limitations, terms, conditions and covenants as are provided in this Resolution with respect to the Bonds. The Notes may, but need not be, delivered in book entry form, and the proceeds of Notes issued to refund Notes previously issued shall be used to pay the costs of that refunding and of issuing the refunding Notes. The Notes shall be payable from the sources and

secured as provided in the Trust Agreement and applicable Supplemental Trust Agreement or other agreement securing the Notes. The authorization of University officials to sign documents and take other actions with respect to the issuance of the Bonds shall also apply to the signing of documents and taking of other actions with respect to the issuance of Notes.

Section 13. Other Documents. The President, the Vice President for Finance and Administration of the University, and the Chair and Vice Chair of the Board, or any of them are authorized to furnish, sign and deliver such other documents, certificates and instruments as may be necessary or appropriate to consummate the transactions contemplated in this Resolution, the Supplemental Trust Agreement, the Bond Purchase Agreement, and any Hedge Agreement, each as applicable to the related series of Bonds. The Secretary to the Board or other appropriate officials of the University shall furnish the Original Purchaser and the Trustee a true transcript of proceedings certified by such officers of the University as may be appropriate of all proceedings had with reference to the issuance of the Bonds.

Section 14. Interpretations and References. Any reference in the Bond Proceedings to the University, or to its Board, or its or their officers, or to other public bodies, boards, commissions, departments, institutions, agencies, bodies, entities or officers, shall include those that succeed to their functions, duties or responsibilities pursuant to or by operation of law or otherwise are lawfully performing their functions.

Any reference in the Bond Proceedings to a section or provision of the Revised Code or to the Act or to the laws of Ohio or Board resolutions shall include that section or provision and the Act and those laws and resolutions as from time to time amended, modified, revised, supplemented or superseded. No amendment, modification, revision, supplement or superseding section or provision shall be applicable solely by reason of this provision, if it constitutes in any way an impairment of the rights or obligations of the University, the holders, the Trustee, any Credit Support Provider, or the Registrar, under the Bond Proceedings or any other instrument or document entered into in connection with any of the foregoing, including without limitation, any alteration of the obligation to pay Bond Service Charges in the amount and manner, at the times and from the sources provided in the Bond Proceedings and the Bonds, except as permitted in the Trust Agreement.

Section 15. Open Meeting. It is found and determined that all formal actions of this Board concerning and relating to the adoption of this Resolution were taken in an open meeting of this Board, and that all deliberations of this Board and of any of its committees that resulted in those formal actions were taken in meetings open to the public, in full compliance with applicable legal requirements, including Section 121.22 of the Revised Code.

*APPROVAL OF RENOVATIONS OF WILLIAMS HALL THIRD FLOOR
MULTIDISCIPLINARY LABS*

Trustee Colecchi then presented an additional action item reviewed by the committee: renovations in the amount of \$3 million to create multidisciplinary research laboratories in Williams Hall. The space will be vacated by the consolidation of the science library into the university library, and the laboratories are needed to support a variety of disciplines in the sciences.

Resolution 2012-18

**RENOVATIONS TO WILLAMS HALL
MULTI-DISCIPLINARY RESEARCH LABORATORIES**

WHEREAS, there is a well-established need to modernize and expand the science laboratories and classrooms on the Kent Campus; and

WHEREAS, investments in such programs as bioengineering also require additional research and teaching laboratories; and

WHEREAS, the overall planning, design and construction associated with facility improvements to Williams, Cunningham, and Smith halls will be completed over the next three to five years; and

WHEREAS, there is an immediate need to rehabilitate an existing 5,000 square-foot chemistry/physics library within Williams Hall and convert it to research laboratories; and

WHEREAS, the newly renovated area will include shared resource space for equipment and will provide energy-efficient laboratory space that can be used throughout the planned renovation and expansion; and

WHEREAS, the design, bidding, and construction of this project will follow all state laws and regulations; and

WHEREAS, funding in the amount of \$3 million will be provided from the campus enhancement funds overseen by the President, with the intent of reimbursement from future bond revenue funds; now, therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby authorizes the Senior Vice President for Finance and Administration to proceed with the design and construction of this project in accordance with University Policy 3342-7-04.

APPROVAL OF KENT STATE UNIVERSITY AT STARK CAMPUS MASTER PLAN

Trustee Colecchi then presented a resolution endorsing a campus facilities master plan for Kent State University at Stark. Student enrollment on the Stark Campus is now approaching 5,000 and with continued growth, the campus infrastructure and facilities will be stretched to capacity. A plan to guide anticipated growth is needed and the Stark Campus commissioned the Columbus-based architectural firm of Kinzelman Kline Grossman to prepare a campus master plan. The draft plan was completed in January 2012, which reflects the strengths and assets of the campus and establishes a framework for future facility planning and land use decisions. Trustees received a copy of the 30-page document and were asked to endorse the proposed planning principles and goals, he said.

Resolution 2012-19

**KENT STATE UNIVERSITY AT STARK CAMPUS
MASTER PLAN CONCEPTUAL DRAFT**

WHEREAS, adopting a Master Plan that establishes the planning principles and goals intended to guide future facility expansions and land uses is a sound management tool for ensuring prudent stewardship of university resources; and

WHEREAS, future facility expansion at the Stark Campus is likely to occur in response to academic and community needs; and

WHEREAS, a Campus Master Plan process for the Stark Campus was guided by the architectural firm of Kinzelman Kline Gossman, Columbus, Ohio; now, therefore,

BE IT RESOLVED, that the Board of Trustees of Kent State University endorses the planning principles and goals developed through the Stark Campus Master Plan process and directs that these principles and goals be used by the Stark Campus when planning future facility and other land use projects for the campus.

CONSIDERATION OF PROPERTY PURCHASES, CITY OF KENT

Trustee Colecchi then recommended Board approval of two property purchases in the strategic acquisition zone for the university's Esplanade extension, as described in the resolution below. The purchase prices are below independent market appraisal values, he noted.

Resolution 2012-20

PURCHASE OF PROPERTIES, CITY OF KENT

WHEREAS, Kent State University has identified areas of interest for the expansion of the Kent Campus for purposes of enhancing the academic, athletic, recreational, and residential programs as well as extending the Esplanade into downtown Kent; and

WHEREAS, the properties owned by the entities, as noted below, have high strategic value to the university development and are available for purchase; and

WHEREAS, the properties listed below have been appraised by an independent appraiser at the values noted, which are greater than the purchase price in each case; and

WHEREAS, funding will be provided by the university's real estate fund for these acquisitions; and

WHEREAS, upon receipt of authorization by the Board of Trustees to purchase the properties listed below, the required approvals will be sought from the State of Ohio; now, therefore,

BE IT RESOLVED, that the Kent State University Board of Trustees hereby authorizes the Senior Vice President for Finance and Administration to proceed with and conclude the purchase of these parcels of land owned by the individuals, addresses, and purchase prices as noted, for the total sum of \$377,500.

List of Properties for Purchase

	<u>Name of Owner</u>	<u>Address</u>	<u>Parcel #</u>	<u>Acres</u>	<u>Appraised Value</u>	<u>Purchase Price</u>
1.	Quatro Novus, LLC	329 East College Ave	17-024-40-00-040-000	0.1136	\$205,000	\$197,500
2.	Quatro Novus, LLC	230 South Willow St	17-024-40-00-042-000	0.0880	\$185,000	\$180,000

With that, Trustee Coleechi concluded his report.

ACTION: There were no objections to placing the management decision items on the consent agenda.

CONSIDERATION OF FACT-FINDER REPORT

Chair Woods then presented one additional item that had been referred to the Finance and Administration Committee: consideration of the fact-finder report regarding negotiations between Kent State University and AFSCME Local 153. She then read the following resolution, and asked that it also be included in the consent agenda.

Resolution 2012-21

CONSIDERATION OF FACT-FINDER REPORT

WHEREAS, the Collective Bargaining Agreement between Kent State University and the Kent State University Employees Local 153, American Federation of State, County and Municipal Employees expired on October 1, 2011; and

WHEREAS, the parties began negotiating a new agreement including using a state-appointed mediator; and

WHEREAS, the parties reached impasse in the negotiations and under Ohio's collective bargaining laws, the parties agreed to present the impasse issues to a State Employment Relations Board (SERB) appointed Fact-finder; and

WHEREAS, the Fact-finder reviewed the outstanding issues, including but not limited to, wages, insurance benefits, job postings, emergency closures, lateral transfer, shift preference, and work of supervisor, and provided recommendations on each of these issues as shown in the attachment; and

WHEREAS, the Administration of Kent State University acknowledges the significance of the Fact-finder's report as a fair and equitable resolution of the outstanding issues; now, therefore,

BE IT RESOLVED, that the Board of Trustees of Kent State University accepts the Fact-finder's report as submitted.

ACTION: There were no objections to placing this resolution on the consent agenda.

ACTION: Trustee Marsh moved, seconded by Trustee Copeland, that the consent agenda be approved. There were no objections. The motion passed.

NEW BUSINESS

CONFERRAL OF UNIVERSITY MEDALLION UPON DONNA KARAN

Chair Woods remarked that with the Board's consent, the University Medallion was presented to iconic fashion designer and humanitarian Donna Karan at a special event on March 5. She then

presented a resolution describing Donna Karan's ground-breaking philanthropy that seeks to transform nursing education and practice through the use of integrative therapies. Ms. Karan's Urban Zen Foundation has partnered with Kent State's College of Nursing, placing the university in a position of national and regional leadership in this movement, Chair Woods remarked.

Ms. Karan was very appreciative of this honor and grateful for the leadership of our College of Nursing, and it is clear that this work is a deeply held mission on Ms. Karan's part, Chair Woods commented. Kent State's relationship with Donna Karan and her Urban Zen Foundation is path-breaking and yet another example of the university's Excellence in Action, she said.

Resolution 2012-22

CONFERRAL OF THE UNIVERSITY MEDALLION UPON FASHION ICON AND HUMANITARIAN DONNA KARAN

WHEREAS, Donna Karan is one of the most recognizable and celebrated icons in the global fashion industry, whose name is synonymous with modern elegance through brands such as the Donna Karan Collection and DKNY; and

WHEREAS, her life and work have been recognized with numerous honors including The Council of Fashion Designers of America Lifetime Achievement Award, the Fashion Group International's "Superstar Award," and the honorary doctorate from Parsons The New School for Design; and

WHEREAS, Ms. Karan long has used her company's visibility and resources for social causes and in 2007 she founded the Urban Zen Initiative as the culmination of her philanthropic efforts, creating a working structure for advancing wellness, preserving culture and empowering children; and

WHEREAS, honoring the last wishes of her husband Stephan Weiss who urged her to "take care of the nurses" such as those who cared for him while battling lung cancer, she created the UZIR Program to focus on self-care for nursing students and practicing nurses around the theme of "Care for the Caregiver;" and

WHEREAS, in 2010, in what they announced as a groundbreaking advancement in creating solutions for this growing crisis, Donna Karan and the Urban Zen Foundation partnered with the Kent State University College of Nursing, making Care for the Caregiver a hallmark of the college's curriculum, research and service; and

WHEREAS, Ms. Karan's inspiration, financial support and presence not only have positioned Kent State for leadership, she supported formation of the Nursing Self-Care Consortium, linking faculty and students from Kent State, Ursuline College and Cleveland State University; and

WHEREAS, her support has leveraged additional funding from local and national donors, continues to catalyze new relationships, and promises to change the way nursing is practiced regionally, nationally and internationally; now, therefore,

BE IT RESOLVED, that Kent State University Board of Trustees, upon the recommendation of the Citation and Recognition Committee, with the full concurrence of the President, hereby approves that the University Medallion be conferred upon Donna Karan for her extraordinary contributions to Kent State University and to the practice of nursing, and wishes her continued success.

ACTION: Trustee Marsh moved, seconded by Trustee Colecchi, that the resolution be approved. There were no objections. The motion passed.

CONFERRAL OF UNIVERSITY MEDALLION UPON ROE GREEN

Chair Woods then called on President Lefton to present a resolution recommending that the University Medallion be conferred upon Kent State alumna and philanthropist Roe Green. The medallion will be bestowed upon Ms. Green at the university's spring commencement exercises, according to President Lefton.

Resolution 2012-23

**CONFERRAL OF THE UNIVERSITY MEDALLION
UPON ARTS CHAMPION AND ALUMNA ROE GREEN**

WHEREAS, as a major philanthropist, arts patron, champion for the arts and arts education, and an artist in her own right, Roe Green has contributed immeasurably to the creativity and advancement of the performing arts in our region, state and nation; and

WHEREAS, a 1980 Kent State graduate who earned her master's degree in theatre, Roe Green is passionate about education, cares deeply about students, and gives freely of her time and treasure to enhance their educational experience and preparation for professional success, and

WHEREAS, exemplifying her dedication to student learning, she established a visiting director's series for the School of Theatre and Dance, bringing diversity and depth of perspective that has enriched the lives of student performers, designers, technicians, and the student body as a whole; and

WHEREAS, in 2010 the university's theatre and dance programs were united under one roof for the first time in The Roe Green Center for the School of Theatre and Dance, made possible through her foundation's \$6.5-million gift — the largest capital donation in Kent State history — which leveraged a total investment of \$13 million in new and renovated state-of-art classroom, study and performance spaces; and

WHEREAS, her generosity and volunteerism are reflected in her service on the boards of the Kent State University Foundation Board, Porthouse Theatre, The Cleveland Play House, the Jewish Federation, and The Maltz Jupiter Theatre in Florida; as honorary producer of Northeast Ohio's FusionFest; and as president emeritus of C.A.V.O.R.T, Inc. (Conference About Volunteers of Regional Theatres); and

WHEREAS, she has received numerous awards for her service and philanthropy including the Ohio Arts Council's 2009 Governor's Award for the Arts in Ohio, Arts Patron Award; the Association of Fundraising Professionals, Greater Cleveland Chapter's 2008 Leadership Award; and the Akron Area Arts Alliance's 2011 Arts Patron award; now, therefore,

BE IT RESOLVED, that Kent State University Board of Trustees, upon the recommendation of the Citation and Recognition Committee, with the full concurrence of the President, hereby approves that the University Medallion be conferred upon Roe Green for her extraordinary contributions to Kent State University and to the advancement of the arts, and wishes her continued success

ACTION: Trustee Timken moved, seconded by Trustee Pollock, that the resolution be approved. There were no objections. The motion passed.

RESOLUTION OF APPRECIATION FOR ROBERT G. FRANK

Chair Woods then observed that this is the final board meeting for Dr. Robert Frank, who will return to his alma mater, the University of New Mexico, as President, effective June 1, 2012. She then called on Trustee Dennis Eckart to present a proposed resolution of appreciation to Dr. Frank.

Resolution 2012-24

RESOLUTION OF APPRECIATION TO ROBERT G. FRANK

WHEREAS, Dr. Robert G. Frank joined Kent State University as Provost and Senior Vice President for Academic Affairs on July 1, 2007, after successful leadership as founding dean of the College of Public Health and Health Professions at the University of Florida and a series of progressively responsible roles at the University of Missouri-Columbia; and

WHEREAS, as Kent State's chief academic officer he has helped advance the quality of teaching and learning, the breadth and vitality of research and scholarship, and the effective extension of academic programs throughout the region, state, nation, and abroad; and

WHEREAS, his contributions to the university's excellence agenda are many and diverse, and include establishing the College of Public Health, enhancing student retention through broad-based initiatives such as a comprehensive student graduation planning and tracking system, increasing international enrollment at Kent State as well as education abroad opportunities for students and faculty, and implementing responsibility centered management (RCM); and

WHEREAS, a clinical psychologist by profession, Dr. Frank has received numerous honors and awards including the 2010 Lifetime Achievement Award from the American Psychological Association's Division of Rehabilitation Psychology and his 2011 appointment to the Defense Health Board, a federal advisory committee to the Secretary of Defense; and

WHEREAS, on January 4, 2012, Dr. Frank reached a major professional and personal milestone and goal when he was named as the new president of the University of New Mexico, his alma mater, effective June 1, 2012; and

WHEREAS, the eight campuses of Kent State University have benefitted from his intelligence, energy, and unwavering commitments to academic excellence and student success; now, therefore

BE IT RESOLVED, that the Kent State University Board of Trustees expresses deep gratitude to Dr. Robert G. Frank for his dedicated leadership, and wishes he and his wife Janet well as they begin a new chapter in their lives.

ACTION: Trustee Eckart moved, seconded by Trustee Colecchi, that the resolution be approved. There were no objections. The motion passed.

Provost Frank thanked the Board members for their kind words, and thanked the university for his time here. He stated that his departure is bittersweet, given the number of exciting developments that are well underway at Kent State and will be realized in the coming years.

With that, Chair Woods announced there was no additional business to come before the Board.

ADJOURNMENT

Chair Woods announced that the next regular business meeting of the Board of Trustees would occur June 6, 2012, at the Kent Campus in Kent, Ohio. On motion duly made and approved, the meeting was adjourned at 3:08 p.m.