

2-17-2017

# Board of Trustees Meeting Minutes 2017-02-17

Bowling Green State University

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**MINUTES**  
Board of Trustees  
Bowling Green State University  
February 17, 2017

Notice having been given in accordance with the Board of Trustees Bylaws, the following members met in the Bowen-Thompson Student Union Room 308 at the Bowling Green campus on February 17, 2017: David Levey, Chair; James Bailey, Meg Burrell, Cody Clemens, Stephen Daley, Marilyn Eisele, Daniel Keller, Betty Montgomery, Megan Newlove, Bruce Nyberg, and Richard Ross.

Also present: Mary Ellen Mazey, President; Patrick Pauken, Secretary to the Board; Rodney Rogers, Provost and Senior Vice President; Sean FitzGerald, Vice President and General Counsel; Sherideen Stoll, Vice President for Finance and Administration; Thomas Gibson, Vice President for Student Affairs and Vice Provost; Shea McGrew, Vice President for University Advancement; William Balzer, Vice President, Faculty Affairs and Strategic Initiatives; Dave Kielmeyer, Chief Marketing and Communications Officer; Steve Krakoff, Vice President for Capital Planning and Campus Operations; Bob Moosbrugger, Director of Intercollegiate Athletics; Cecilia Castellano, Vice Provost for Strategic Enrollment Planning; Viva McCarver, Chief Human Resources Officer; Lisa Mattiace, Chief of Staff; media representatives; and a number of observers.

Mr. Levey called the meeting to order at 1:31 p.m. The Board Secretary called the roll and announced that a quorum was present (seven trustees).

**PRESIDENT'S REPORT**

President Mary Ellen Mazey spoke of the proposed changes to the academic calendar and the alignment with strategic goals, the honorary degree recipients, distinguished professors, the recent NCAA Diversity and Inclusion Award and the upcoming signature event, *Bravo! BGSU*, to be held on April 1, 2017.

**MINUTES**

No. 28-2017 Mr. Keller moved and Dr. Ross seconded that the minutes of the December 8-9, 2016, meeting be approved as written.

All signified in affirmative. Motion carried.

**ACADEMIC AND STUDENT AFFAIRS COMMITTEE**

Mr. Keller reported that the committee had eight action items for Board consideration.

Approval of Personnel Changes since the December 9, 2016 meeting

No. 29-2017

**BGSU REPORT OF PERSONNEL CHANGES**

**FULL-TIME FACULTY**

February 17, 2017

	<u>Name</u>	<u>Rank</u>	<u>Department</u>	<u>College</u>	<u>Effective Date</u>	<u>Base Salary</u>	<u>Explanation of Change</u>
<b>New Appointments</b>							
1	KrishnankuttyRema, Resmi	Instructor	Engineering Technologies	TAAE	January 9, 2017	\$50,000	Non-Tenure Track Renewable
<b>Changes in Assignment, Rank and/or Salary</b>							
1	Campbell, Brian	Associate Professor	Dean's Office	EDHD	January 1, 2017		Appointed Acting Dean of the College of Education and Human Development for Spring Semester 2017.
2	Messenheimer, Trinka	Associate Professor	School of Intervention Services	EDHD	February 1, 2017		Appointed Director of the School of Intervention Services.

3	Booth, Margaret	Professor	Dean's Office	GC	January 1, 2017		Appointed Interim Dean of the Graduate College.
4	Bosch, Eileen	Associate Professor	University Libraries	UL	November 16, 2016		Appointed Chair, Library Teaching and Learning.
5	Ogawa, Michael	Professor	Vice President for Research and Economic Development	VPRED	January 1, 2017		Title changed to Vice President for Research and Economic Engagement.
<b>Leave Without Pay</b>							
1	Darvish Darab, Mohammad Ali	Assistant Professor	Computer Science	A&S	August 10, 2016		Leave without pay extended until January 31, 2017.
<b>Retirements</b>							
1	Fallon, L. Fleming	Professor	Public and Allied Health	HHS	December 31, 2016		Retirement
2	Fallon, Rebecca	Assistant Professor	Public and Allied Health	HHS	December 31, 2016		Retirement
3	Orel, Nancy	Professor	Dean's Office	HHS	December 31, 2016		Retirement
4	Pobocik, Rebecca	Associate Professor	Public and Allied Health	HHS	December 31, 2016		Retirement
5	Miko, Chris	Associate Professor	University Libraries	UL	February 1, 2017		Retirement
6	Schurk, William	Professor	University Libraries	UL	December 31, 2016		Retirement

<b>PERSONNEL CHANGES</b>						
<b>ADMINISTRATIVE STAFF</b>						
<b>November 18, 2016 to January 27, 2017</b>						
<b>New Administrative Appointments: Full Time and Part Time</b>						
<b>Name</b>	<b>Explanation</b>	<b>Position</b>	<b>Department</b>	<b>Division</b>	<b>Fiscal Year Salary</b>	<b>Effective Date</b>
Arakaki, Joel	New Hire	Director, Client Services	Information Technology Services	Finance & Administration	\$115,000	1/15/17
Boros, Amy	Rehire	Coordinator, iEvolve	Cosmos	Academic Affairs	\$7,337	11/21/16
Chapman, Thomas	Rehire	Technology Support Specialist	Information Technology Services	Finance & Administration	\$49,000	12/1/16
Fannon, Matt	New Hire	Head Women's Soccer Coach	Women's Soccer	President	\$60,000	1/3/17
Flores, Austin	Rehire	Admissions Counselor	Admissions Office	Academic Affairs	\$36,305	1/23/17
Gibson, Brigette	New Hire	Associate Director, Institutional Effectiveness	Office of the Provost	Academic Affairs	\$74,000	1/16/17
Houston, Martha	Rehire	Director, Institutional Effectiveness	Office of the Provost	Academic Affairs	\$121,180	12/1/16
Koczenasz, Mary	New Hire	Senior Financial Accountant	Controller's Office	Finance & Administration	\$56,500	11/29/16
McEwen, John	New Hire	Internal Auditor	Internal Auditing	Finance & Administration	\$64,000	12/12/16
Mohr, Marla	New Hire	Grants Accounting Analyst	Controller's Office	Finance & Administration	\$51,500	1/9/17
Pogan, Brett	Rehire	Senior Capital Planner	Capital Planning	Finance & Administration	\$87,234	1/1/17
Ralph, Elizabeth	New Hire	Field Partnership Coordinator	Office of Field Experience	Academic Affairs	\$47,008	1/17/17
St. Louis, Jenifer	New Hire	Field Partnership Coordinator	Office of Field Experience	Academic Affairs	\$42,994	1/17/17

Storm, Kari	New Hire	Coordinator, Pre College Academic Programs	Vice Provost Undergraduate Programs	Academic Affairs	\$30,068	11/21/16
Stygles, Katherine	Rehire	Coordinator for LGBT Programs	Office of Multicultural Affairs	Student Affairs	\$42,500	12/5/16
Swary, Anne	New Hire	Marketing and Communications Specialist	Marketing & Communications	President	\$48,000	11/21/16
Wilt, Lori	New Hire	Marketing and Communications Specialist	WBGU-TV Television Service	President	\$48,000	1/3/17
York, Kandace	New Hire	Marketing and Communications Specialist	Marketing & Communications	President	\$48,000	12/30/16
<b>Changes in Assignment, Title, and/or Salary</b>						
<b>Name</b>	<b>Explanation</b>	<b>Position</b>	<b>Department</b>	<b>Division</b>	<b>Fiscal Year Salary</b>	<b>Effective Date</b>
Brown, Sheila	Position Re-Evaluation	Associate Director	Office of Multicultural Affairs	Student Affairs	From: \$61,057 To: \$64,110	10/1/16
Crawford, Kyle	Position Re-Evaluation	Applications Developer	Development Office	University Advancement	From: \$64,206 To: \$67,000	12/1/16
Dennis, Peggy	Title Change	From: Associate Director, Center for Health/Director, Disability Services To: Interim Title IX Coordinator	Disability Services	Student Affairs	\$72,143	1/1/17
Dubose, Lisa	Position Re-Evaluation	From: Manager, Employee Relations and Training To: Director, Employee Relations, Equal Opportunity, Training	Office of Human Resources	Finance & Administration	From: \$82,000 To: \$90,200	11/1/16
Dunn, Jason	Position/Department Change	From: Business Analyst To: Server Administrator	From: Office of Human Resources To: Information Technology Services	Finance & Administration	From: \$58,078 To: \$61,000	1/1/17
Gorman, Thomas	Position Re-Evaluation	From: Director, Program Advisement To: Assistant Dean	College of Health & Human Services	Academic Affairs	From: \$75,081 To: \$85,592	12/1/16
Hachtel, Michael	Market Increase	Manager	Information Technology Services	Finance & Administration	From: \$87,992 To: \$96,500	12/1/16
Heck, Sandra	Position Re-Evaluation	From: Associate Director, Human Resources, Benefits To: Director, Human Resources and Benefits	Office of Human Resources	Finance & Administration	From: \$93,050 To: \$97,750	11/1/16
Kiellmeyer, David	Contract Salary Increase	Chief Marketing and Communications Officer	Office of Marketing & Communications	President	From: \$153,379 To: \$169,379	12/1/16
Lawrie, Kelly	Contract Salary Increase	Assistant Director	Alumni Office	University Advancement	From: \$52,275 To: \$55,275	9/1/16
McCarver, Viva	Contract Salary Increase	Chief Human Resources Officer	Office of Human Resources	Finance & Administration	From: \$138,378 To: \$155,000	11/1/16

Savich, Nicholas	Position Re-Evaluation	From: Enterprise Application Administrator To: Enterprise Application Administrator-Team Lead	Information Technology Services	Finance & Administration	From: \$87,996 To: \$90,636	1/1/17
Shiple, Mary	Position Re-Evaluation	From: Senior Programmer Analyst To: Application Developer	Information Technology Services	Finance & Administration	From: \$57,652 To: \$69,182	1/1/17
Van Tress, Jeremy	Position Re-Evaluation	From: BG1 Plus Services Coordinator To: Manager, Postal and Printing	From: BG1 Card Office To: Postal Services	Finance & Administration	From: \$56,375 To: \$62,000	12/1/16
<b>Contracts Concluded</b>						
Name	Explanation	Position	Department	Division	Fiscal Year Salary	Effective Date
Arbinger, Danielle	Non-renewal	Web New Media Develop/Designer	Marketing & Communications	President	\$47,271	12/6/16
Banks, Pierre	Resignation	Academic Advisor	A&S Dean	Academic Affairs	\$46,838	1/11/17
Basalyga, Lindsay	Non-renewal	Head Women's Soccer Coach	Women Soccer	President	\$58,605	12/17/16
Christman, Carol	Normal Retirement	Applications Developer	Information Technology Service	Finance & Administration	\$75,402	1/1/17
Coffield, Jean	Normal Retirement	Manager, Postal and Printing	Postal Services	Finance & Administration	\$66,912	12/1/16
Diehl, Kerry	Normal Retirement	Senior Associate Director of Admissions	Admissions Office	Academic Affairs	\$80,767	1/1/17
DiMasso, Ashely	Resignation	Director of Ticket Sales	Intercollegiate Athletics	President	\$52,002	1/28/17
Fall, Pamela	Resignation	Manager, Accounting Services	Alumni Office	University Advancement	\$75,780	12/8/16
Grant, Andrew	Resignation	Director, Business Operations	Business Operations	Finance & Administration	\$102,500	1/7/17
Harrison, Marcus	Resignation	Producer/Director	WBGU-TV Television Service	President	\$51,000	12/3/16
Kudela, Michael	Resignation	Coordinator, Online Programs	On-Line & Summer Academic Programs	Academic Affairs	\$59,504	1/1/17
Laurent, Lindsay	Resignation	Marketing Communication Specialist	Marketing & Communications	President	\$48,574	1/1/17
Nelson, Jeffrey	Resignation	Director	University Bookstore	Finance & Administration	\$103,026	12/3/16
Pogan, Brett	Normal Retirement	Senior Capital Planner	Capital Planning	Finance & Administration	\$87,234	1/1/17
Rivera, Anthony	Resignation	Assistant Director/Clinical Director	Counseling Center	Student Affairs	\$64,453	1/11/17
Ross, Ethan	Resignation	Director of Gift Planning	Development Office	University Advancement	\$103,271	1/7/17
Thomas, Erin	Resignation	Coordinator, Marketing, Communication, Recruitment and Promotions	Office of Residence Life	Student Affairs	\$52,788	12/1/16
Vargas, Lauryn	Resignation	Admissions Counselor	Admissions Office	Academic Affairs	\$37,303	12/17/16
Waddell, Barbara	Normal Retirement	Chief Equity & Diversity Officer	Equity, Diversity, & Inclusion	President	\$143,464	1/1/17

Approval of General Studies Writing/English Merger

No. 30-2017

WHEREAS, Bowling Green State University's Departments of General Studies Writing (GSW) and English

separated from one another in 2003;

WHEREAS, the two departments have maintained strong and positive relationships in the meantime;

WHEREAS, there is now a desire among faculty in the departments to merge;

WHEREAS, a merger of GSW and English would allow for expansion of the writing curriculum and would allow faculty from the English Department to teach GSW classes;

WHEREAS, the combined units will have more than 60 faculty members who will work together to meet student, staff, and faculty needs;

WHEREAS, the Bowling Green State University Faculty Senate approved the proposed merger of the Departments of GSW and English at its December 6, 2016, meeting.

THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees approves the merger of the Departments of GSW and English

Mr. Keller moved and Ms. Eisele seconded that the above two action items from the Academic and Student Affairs Committee be approved. The Board Secretary conducted a roll call vote with the following results: Voting “yes” – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with seven affirmative votes.

#### Approval of Revised Academic Calendar

No. 31-2017 Mr. Keller moved and Ms. Montgomery seconded that:

WHEREAS, Bowling Green State University presently operates on a 16-week semester schedule during the academic year (fall and spring semesters);

WHEREAS, Federal and State guidelines require 750 minutes of instructional activities per credit hour, which can be covered over a 15-week semester;

WHEREAS, nine of the 13 Ohio public universities are on a 15-week semester schedule;

WHEREAS, the University of Toledo-BGSU-Owens Community College consortium has been exploring a change to a 15-week semester schedule for the academic year;

WHEREAS, the University of Toledo’s Board of Trustees has approved the change to a 15-week semester calendar; and

WHEREAS, benefits of a 15-week semester calendar with an intersession include alignment with other Ohio four-year institutions; improvement of students’ time to degree; opportunities to enrich the students’ academic experience; and more faculty research time.

THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees approves a change in the academic calendar from 16-week academic year semesters to 15-week academic year semesters with an intersession; and authorizes the President and/or her designees to commence with operational planning for implementation no earlier than Fall 2018.

The Board Secretary conducted a roll call vote with the following results: Voting “yes” – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, and Ms. Newlove. The motion was approved with six affirmative votes.

#### Approval of Distinguished Research Professor – Dr. Eric Dubow

No. 32-2017 Mr. Keller moved and Ms. Newlove seconded that:

WHEREAS, Dr. Eric Dubow joined the Bowling Green State University (BGSU) faculty in 1985 as an assistant professor in the Department of Psychology;

WHEREAS, Dr. Dubow earned tenure and promotion to associate professor in 1990 and was promoted to professor in 1995;

WHEREAS, Dr. Dubow earned a bachelor's degree in psychology, with honors, from Columbia University in 1980; a master of arts in psychology from the University of Illinois-Chicago in 1982; and a Ph.D. in clinical-developmental psychology from the University of Illinois-Chicago in 1985;

WHEREAS, Dr. Dubow also serves as a research professor with the University of Michigan Institute for Social Research;

WHEREAS, Dr. Dubow is a prodigious scholar in the area of child clinical psychology, having published 76 articles in peer-reviewed journals and edited handbooks;

WHEREAS, his work covers a variety of topics related to childhood mental health, including studies on post-traumatic stress for children exposed to the Israeli-Palestinian conflict, compulsive texting, television violence, video game violence, and problem alcohol drinking;

WHEREAS, Dr. Dubow and his graduate students have been collaborating with the Bowling Green City Schools for over 20 years implementing and evaluating a stress and coping curriculum for elementary school students;

WHEREAS, Dr. Dubow has also been active in the community for several years, working with the Wood County Family and Children First Council; the Wood County Alcohol, Drug Addiction, and Mental Health Services Board; the Children's Resource Center; Boys and Girls Clubs; and Fostoria City Schools;

WHEREAS, as a mentor and teacher, Dr. Dubow has mentored 36 doctoral students to date, regularly publishing and presenting research with them;

WHEREAS, Dr. Dubow assumed the editorship of the flagship journal, *Developmental Psychology*, in January 2016, after having served as associate editor since 2010;

WHEREAS, professionally, Dr. Dubow has been a National Institutes of Health (NIH) grant reviewer; served on various elected executive council positions for the International Society for Research for Aggression; served as consulting editor for the journal, *Aggressive Behavior*; and is member of the Society for Research in Child Development, Society for Research on Adolescence, American Psychological Association, and the Sigma Xi Scientific Research Society; and

WHEREAS, the nomination of Dr. Eric Dubow as a Distinguished Research Professor has been supported and endorsed by his department chair, dean, the Committee of Distinguished Research Professors, the Council of Deans, and Provost Rodney Rogers.

THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees approves the naming of Dr. Eric Dubow as a Distinguished Research Professor.

The Board Secretary conducted a roll call vote with the following results: Voting "yes" – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with seven affirmative votes.

#### Approval of Distinguished Research Professor - Dr. Alberto González

No. 33-2017 Mr. Keller moved and Dr. Ross seconded that:

WHEREAS, Dr. Alberto González earned a bachelor's degree in speech education, cum laude, from Bowling Green State University in 1977; a master of arts in communication from Ohio State University in 1980; and a Ph.D. in communication from Ohio State University in 1986;

WHEREAS, Dr. González joined the Bowling Green State University (BGSU) faculty in 1992 as an associate professor in the Department of Interpersonal Communication;

WHEREAS, Dr. González was promoted to professor in 1999;

WHEREAS, Dr. González has served in several administrative and leadership roles at BGSU, including chair of the Department of Interpersonal Communication (1997-2000); Vice Provost (2000-2008); and Chair of the Department of Communication in the School of Media and Communication (2013 to the present);

WHEREAS, Dr. González teaches a wide variety of graduate and undergraduate courses at BGSU, including intercultural communication, humanistic research methods, leadership communication, persuasion, rhetoric and technology, and rhetoric and popular music;

WHEREAS, Dr. González has chaired 33 dissertation committees in Communication and served on several more during his tenure at BGSU;

WHEREAS, Dr. González has authored or co-authored 8 books and 38 refereed articles and book chapters and has built a significant national scholarly reputation in the field of intercultural rhetoric and communication;

WHEREAS, his published work appears in volumes that focus on poverty, intercultural studies, youth theatre, disability studies, and Latinos/Latinas and education;

WHEREAS, Dr. González has been a member of the editorial boards of several top-tier journals and served as a co-editor of seminal volumes of research in international and intercultural communication;

WHEREAS, Dr. González has received numerous awards in teaching, research, and service throughout his career, including the 2014 Miguel Ornelas Award at BGSU's Latino Issues Conference, 2007 Distinguished Teacher-Scholar of Communication Studies (Latino/a Communication Studies Division of the National Communication Association), 2005 Outstanding Research Award from the American Alliance for Theatre & Education, and the 1999 Diamante Award for outstanding contributions to education;

WHEREAS, Dr. González is particularly active in service to BGSU, having served on countless department, school, and university-level committees and programs, including committees on enrollment, retention, and advising; as well as the Latino Issues Conference, President's Leadership Academy, and Faculty Senate;

WHEREAS, in the words of Dr. González's former student, Eun Young Lee, "he provides me with a model for what it truly means to be an academic, which I am now trying to pass on to my students. . . . He has made me genuinely believe in and adopt the pedagogical value that each student in college deserves hearty and sincere guidance"; and

WHEREAS, the nomination of Dr. Alberto González as a Distinguished University Professor has been supported and endorsed by his dean, the Committee of Distinguished University Professors, the Council of Deans, and Provost Rodney Rogers.

THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees approves the naming of Dr. Alberto González as a Distinguished University Professor.

The Board Secretary conducted a roll call vote with the following results: Voting "yes" – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with seven affirmative votes.

Approval of Honorary Degree: Maestro Stefan Sanderling – Doctor of Musical Arts

No. 34-2017

WHEREAS, Maestro Stefan Sanderling was born in Berlin in the former East Germany in 1964;

WHEREAS, Maestro Sanderling studied musicology at the Martin Luther University of Halle and studied conducting, piano, and composition at the Music School "Felix Mendelssohn Bartholdy" in Leipzig;

WHEREAS, Maestro Sanderling relocated to the United States in 1989, where he studied at the University



of Southern California;

WHEREAS, he served as music director and principal conductor for various orchestras and theaters in the United States and Europe;

WHEREAS, since 2002, Maestro Sanderling has served as Music Director of the Toledo Symphony Orchestra (TSO);

WHEREAS, Maestro Sanderling has distinguished himself as a powerful force in the arts in our region for the past fourteen years, bringing engaging, educational, and innovative symphonic programs to audiences throughout Northwest Ohio;

WHEREAS, in 2011, as Principal Conductor of the TSO, he led the orchestra to the Spring for Music Festival in New York, culminating in a performance at Carnegie Hall;

WHEREAS, in April 2012, Maestro Sanderling was awarded the Kilenyi Medal of Honor, known as the Bruckner Medal, by the Board of Directors of the Bruckner Society of America for his contribution to the works of Anton Bruckner;

WHEREAS, in January 2015, he created a showcase of young award-winning professionals from the Academic Lichtenstein to perform with the TSO for audiences in series concerts, private performances, and educational engagements;

WHEREAS, in 2016, Maestro Sanderling was named Chief Conductor of the Lichtenstein Symphony Orchestra;

WHEREAS, for several years, Maestro Sanderling has led educational and programming initiatives in Northwest Ohio Schools and with Bowling Green State University students and faculty;

WHEREAS, this outreach is of invaluable assistance to all young composers and musicians in this area;

WHEREAS, Maestro Sanderling will conclude his tenure as Music Director of the TSO in 2017; and

WHEREAS, in January 2017, Bowling Green State University's Honorary Degree Committee unanimously approved the nomination of Mr. Sanderling for an honorary degree.

NOW, THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees, in recognition of his outstanding work in musical arts in Ohio, the United States, and throughout the world, confer upon Maestro Stefan Sanderling an honorary Doctor of Musical Arts degree.

Honorary Degree: Dr. William Easterly – Doctor of Social Sciences

No. 35-2017

WHEREAS, Dr. William Easterly earned a bachelor of science degree in economics from Bowling Green State University in 1979;

WHEREAS, Dr. Easterly earned a Ph.D. in economics from the Massachusetts Institute of Technology in 1985;

WHEREAS, Dr. Easterly worked as a development specialist for World Bank from 1985-2001;

WHEREAS, since 2003, Dr. Easterly has been a professor of economics at New York University;

WHEREAS, Dr. Easterly is a faculty affiliate with Africa House and is co-director of the Development Research Institute;

WHEREAS, he is a fellow at the Bureau for Research and Economic Analysis of Development and a research associate with the National Bureau of Economic Research;

WHEREAS, Dr. Easterly's primary fields of interest are economic development and growth, freedom and

development, Africa, and foreign aid;

WHEREAS, Dr. Easterly has written three books, each of which has been translated into several languages;

WHEREAS, he has published over 100 articles and book chapters, along with five edited books;

WHEREAS, Dr. Easterly has won numerous awards, including the 2013 Adam Smith Award from the Association of Private Enterprise Education, the BBVA 2009 Frontiers of Knowledge Development Cooperation Award, and 2008-2009 *Foreign Policy Magazine's* Top 100 Global Public Intellectuals;

WHEREAS, as of January 2017, Dr. Easterly's works have been cited almost 55,000 times on Google Scholar; and

WHEREAS, in January 2017, Bowling Green State University's Honorary Degree Committee unanimously approved the nomination of Dr. Easterly for an honorary degree.

NOW, THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees, in recognition of his outstanding work in the field of economics and economic development, confer upon Dr. William Easterly an honorary Doctor of Social Sciences degree.

Approval of Honorary Degree: Mr. David Winstanley – Doctor of Business Administration

No. 36-2017

WHEREAS, Mr. David Winstanley earned a bachelor's degree in mathematics from Bowling Green State University (BGSU) in 1964;

WHEREAS, at BGSU, he was a member of Phi Delta Theta, InterFraternity Council, Bridge Club, and the Insurance Club;

WHEREAS, Mr. Winstanley has more than 45 years of real estate development experience across a broad range of commercial property types, including multi-story and flex office, retail, industrial, warehouse, and residential;

WHEREAS, since forming Winstanley Associates in 1973, Mr. Winstanley has acquired or developed more than 100 properties representing more than 14 million square feet in Connecticut, Maine, Massachusetts, and Vermont;

WHEREAS, today, Winstanley Enterprises and its two operating subsidiaries – Winstanley Construction Management and Winstanley Property Management – provide superior real estate investment returns and high-quality leased space for their tenants;

WHEREAS, the firm has a long history of delivering technically and logistically challenging projects that focus on sustainable neighborhood design and mixed-use development;

WHEREAS, while Mr. Winstanley has been successful in the real estate development business, he has also been very committed to supporting the community in which he lives;

WHEREAS, Mr. Winstanley serves as the president of the Technical Association of the Pulp and Paper Industry and serves as the president of the Rotary Club of Concord;

WHEREAS, he is a ten-year director of the Concord Carlisle Community Chest and serves as the senior warden at St. Ann's Episcopal Church in Kennebunkport, Maine;

WHEREAS, Mr. Winstanley is committed to higher education and is now developing a research park for Yale University;

WHEREAS, Mr. Winstanley and his wife, Barbara, are Falcon Flames and have provided large gifts in support of BGSU's goal of offering "gap" scholarships to students who need additional funds to cover the cost of their education; and

WHEREAS, in January 2017, Bowling Green State University's Senate Executive Committee approved the nomination of Mr. Winstanley for an honorary degree.

NOW, THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees, in recognition of his decades of outstanding work in real estate development and commitment to Bowling Green State University, confer upon Mr. David Winstanley an honorary Doctor of Business Administration degree.

Mr. Keller moved and Ms. Newlove seconded that the above three action items be approved. The Board Secretary conducted a roll call vote with the following results: Voting "yes" – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with seven affirmative votes.

Mr. Keller reported that the committee also heard an update from Academic Affairs and Student Affairs, presented by Dr. Rogers and Dr. Gibson.

#### **FINANCIAL AFFAIRS/FACILITIES COMMITTEE**

Mr. Daley, Chair of the Financial Affairs/Facilities Committee, reported that the Committee had 11 items for Board consideration.

##### Approval of Fiscal Year 2018 Residence Hall Room Rates

No. 37-2017

WHEREAS, boards of trustees at public colleges and universities in Ohio are responsible for establishing the fees to be charged for room rates and related ancillary services;

NOW, THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees hereby approves an average room rate increase of 2.1 percent as shown on Schedule 2 and Greek Parlor fees as shown on Schedule 5 to be effective for the fall semester of Fiscal Year 2018.

##### Approval of Fiscal Year 2018 Meal Plan Rates

No. 38-2017

WHEREAS, boards of trustees at public colleges and universities in Ohio are responsible for establishing the fees to be charged for meal plans;

NOW, THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees hereby approves a meal plan rate increase of 3.0 percent for the Bronze Meal Plan and increases for all other plans as shown on Schedule 1 to be effective for the fall semester of Fiscal Year 2018.

Mr. Daley moved and Ms. Montgomery seconded that the above two action items from the Financial Affairs and Facilities Committee be approved. The Board Secretary conducted a roll call vote with the following results: Voting "yes" – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with seven affirmative votes.

##### Approval of Fiscal Year 2018 Academic Special Course Fee Revisions

No. 39-2017 Mr. Daley moved and Ms. Newlove seconded that:

WHEREAS, it has been determined that the University's Academic Programs provide students with a worthwhile educational experience; and

WHEREAS, it is important that the unique and increasing costs related to providing these enhanced instructional experiences continue to be adequately funded;

NOW, THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees approves the special fees as listed on Schedule A effective for the fall semester of Fiscal Year 2018.

The Board Secretary conducted a roll call vote with the following results: Voting "yes" – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, and Ms. Newlove. The motion was approved with six affirmative votes.

Authorizing the Issuance of General Receipts Bonds, Series 2017B

No. 40-2017 Mr. Daley moved and Dr. Ross seconded that:

WHEREAS, the Board of Trustees (the “Board”) of Bowling Green State University, a state university of the state of Ohio (the “University”), is authorized by Sections 3345.11 and 3345.12 of the Revised Code, enacted by the General Assembly under authority of Section 2i of Article VIII of the Constitution of Ohio, to issue obligations to pay costs of University facilities and to refund obligations previously issued to pay costs of University facilities; and

WHEREAS, the Trust Agreement dated as of December 1, 1971 between the University and The Bank of New York Mellon Trust Company, N.A., as successor trustee (the “Trustee”), as supplemented and amended (the “Trust Agreement”), provides for the issuance, from time to time, of General Receipts Bonds of the University, with each issue to be authorized by a resolution adopted by the Board and a Supplemental Trust Agreement; and

WHEREAS, in June 2010, the State of Ohio, acting through the University, leased certain real property to CFP I LLC, an Ohio limited liability company (“CFP I”), the sole member of which is Centennial Falcon Properties, Inc. (“Falcon”) an Ohio nonprofit corporation controlled by the University, for the purpose of acquiring, constructing, furnishing and equipping an approximately 1,318 bed, two-building student housing facilities known as Centennial Hall and Falcon Heights (each a “Facility” and collectively, the “Facilities”); and

WHEREAS, the acquisition, construction, furnishing and equipping of the Facilities were financed with the proceeds of a loan made to CFP I by the City of Bowling Green, Ohio (the “City”), which loan was funded with the proceeds of the \$82,620,000 City of Bowling Green, Ohio Student Housing Revenue Bonds (CFP I LLC – Bowling Green State University Project), Series 2010 dated June 16, 2010 (the “City Bonds”);

WHEREAS, the University has determined that it is in the best interest of the University that it acquire the Facilities in its own right and be the direct owner of the land and buildings of which the Facilities are comprised thereof;

WHEREAS, the Trust Agreement and the Act, as defined below, permit the acquisition, construction, reconstruction, rehabilitation, furnishing and equipping of “facilities” as defined in Revised Code Section 3345.12(A)(6), including without limitation, costs of acquisition of the Facilities (the “Series 2017B Project”), which Series 2017B Project are presently anticipated to require the issuance of General Receipts Bonds of the University in the principal amount not to exceed \$85 million; and

WHEREAS, this Board has determined to finance, by the issuance of one or more series of General Receipts Bonds, in a principal amount not to exceed \$85 million for the purposes of (i) paying a portion of the costs the Series 2017B Project; and (ii) paying all or a portion of the costs in connection with the issuance of such General Receipts Bonds (collectively, the “Project Purposes”).

**NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Bowling Green State University, as follows:**

**Section 1. Definitions and Interpretations.** Where used in this Resolution, the Supplemental Trust Agreement for the applicable Series 2017B Bonds and the Certificate of Award, and in addition to words and terms defined elsewhere in this Resolution, the Trust Agreement and the applicable Supplemental Trust Agreement, the following terms shall have the following meanings:

“Act” means Sections 3345.11 and 3345.12 of the Revised Code, including the provisions of Sections 9.96 and 9.98 to 9.983 of the Revised Code incorporated therein.

“Bond Purchase Agreement” means any Bond Purchase Agreement between the Original Purchaser and the University relating to the sale and purchase of Series 2017B Bonds.

“City” means the City as defined in the recitals to this Resolution.

“City Bonds” means the City Bonds, as defined in the recitals to this Resolution.

“Certificate of Award” means the Certificate of Award authorized pursuant to Section 5.

“Code” means the Internal Revenue Code of 1986, the 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 that section and those applicable regulations, rulings, announcements, notices, procedures and determinations pertinent to that section.

“Credit Support Instrument” means an insurance policy, surety bond, letter of credit or other instrument used to enhance the security of Series 2017B Bonds of any series.

“Escrow Agreement” means the escrow agreement between the University, the City and the Trustee, as Escrow Trustee for the defeasance or retirement of the City Bonds.

“Fiscal Officer” means the Vice President for Finance and Administration of the University (being the chief fiscal officer of the University and the “Fiscal Officer” as defined in the General Bond Resolution), and also means, as alternates as authorized by the General Bond Resolution, the President of the University and the Executive Director of Business Operations, both being officers of the University hereby designated as such by this Board.

“General Bond Resolution” means the resolution adopted by the Board on August 28, 1971, providing for the issuance from time to time of General Receipts Bonds of the University and constituting part of the Trust Agreement.

“Interest Payment Dates” means June 1 and December 1 of each year or such other dates provided in a Certificate of Award for the Series 2017B Bonds.

“Original Purchaser” means the financial institution or institutions selected by the Fiscal Officer to directly purchase or underwrite an offering one or more series of Series 2017B Bonds and identified in the Certificate of Award.

“Project Purposes” means the Project Purposes, as defined in the recitals to this Resolution.

“Register” means the books kept and maintained by the Trustee, as Bond Registrar, for the registration, exchange and transfer of Bonds pursuant to the Trust Agreement.

“Registered Owner” means the person in whose name a Bond is registered on the Register.

“Series 2017B Bonds” means the General Receipts Bonds authorized by this Resolution which may be issued in one or more series or sub-series at the same time or at different times.

“Series 2017B Project” means the Series 2017B Project as defined in the recitals to this Resolution.

“Series 2017B Cost of Issuance Account” means the account by that name in the Series 2017B Project Fund.

“Series 2017B Project Account” means the account by that name in the Series 2017B Project Fund.

“Series 2017B Project Fund” means the fund by that name established in Section 6.(b) hereof.

“series Resolution” or “this Resolution” means this Resolution authorizing the issuance and sale of the

Series 2017B Bonds in one or more series or sub-series, and including the applicable Certificate of Award for the series.

“Supplemental Trust Agreement” means with respect to the Series 2017B Bonds, the applicable Supplemental Trust Agreement between the University and the Trustee, authorized pursuant to Section 8 of this Resolution, including as part thereof this Resolution and the applicable Certificate of Award

Unless the context otherwise indicates, words importing the singular number shall 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.** This Resolution is adopted pursuant to the Trust Agreement (including the General Bond Resolution) and the Act.

**Section 3. Authorization, Designation and Purpose of Series 2017B Bonds.** The University is authorized to issue, sell and deliver, as provided and authorized in this Resolution and the Supplemental Trust Agreement, General Receipts Bonds of the University in one or more series, for the Project Purposes. The principal amount of each series of Series 2017B Bonds is to be the amount set forth in the Certificate of Award for that series, determined on the basis of the Fiscal Officer's certification therein of the amount required for the aforementioned purposes. The proceeds from the sale of each series of Series 2017B Bonds shall be allocated, deposited and applied as provided in Section 6.

The Series 2017B Bonds may be issued in one or more separate series, each bearing a distinctive designation as provided in the applicable Certificate of Award, provided that the Series 2017B Bonds of each series shall satisfy the requirements of this Resolution. Separate series of Series 2017B Bonds may be issued at the same or different times. If separate series of Series 2017B Bonds are issued at different times, a separate Certificate of Award and Supplemental Trust Agreement may be signed and delivered for each series.

The Fiscal Officer, in connection with any series of Series 2017B Bonds, is authorized to contract for one or more Credit Support Instruments, and to pay the costs of them from proceeds of the Series 2017B Bonds, if the Fiscal Officer determines that each Credit Support Instrument will result in a savings in the cost of the financing to the University.

It is hereby determined, that for the purposes of issuance and sale, it may be in the best interest of the University to combine the Series 2017B Bonds with other General Receipts Bonds of the University authorized by separate resolutions of this Board, including specifically, but not by way of limitation, the Series 2017A Bonds authorized by this Board in Resolution #21-2017 on December 9, 2016. The Series 2017B Bonds and such other General Receipts Bonds shall be jointly referred to herein as the “Combined Bonds.” As used in this Resolution, the term “Series 2017B Bonds” shall also mean the Combined Bonds, where appropriate. The determination of whether the Series 2017B Bonds should be combined with any other General Receipts Bonds and of what obligations any Combined Bonds should be composed shall be determined by the Fiscal Officer and the issuance of Combined Bonds shall be conclusive that such combination is in the best interest of the University.

Notwithstanding the use of the designation “2017B” with respect to any term used herein, any other designation or title may be adopted in lieu thereof that, in the judgment of the Fiscal Officer, is necessary and appropriate to avoid confusion in the identification of or reference to any bond, account, fund or purpose whatsoever pertaining to the obligations authorized hereunder.

**Section 4. Terms and Provisions Applicable to the Series 2017B Bonds.**

**(a) Form and Numbering.** The Series 2017B Bonds shall be issued only as fully registered Bonds and substantially in the form set forth in the Supplemental Trust Agreement for the related series of Series 2017B Bonds, and shall be numbered as determined by the Fiscal Officer. The Series 2017B Bonds will be issued in certificated form as provided in the Supplemental Trust Agreement for the related series of Series 2017B Bonds.

**(b) Denominations and Dates.** Each series of Series 2017B Bonds shall be dated as of the respective dates of their issuance or as of another date as may be stated in the Certificate of Award for such series. The Series 2017B Bonds shall be issued in the denominations authorized in the applicable Supplemental Trust Agreement.

**(c) Interest.** Each series of Series 2017B Bonds 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 Series 2017B Bonds. For Series 2017B Bonds that bear interest at rates that are fixed to the maturity thereof, the weighted average fixed interest rate of such fixed rate Series 2017B Bonds of a series shall not exceed six percent (6.0%) per year.

**(d) Maturities.** The Series 2017B Bonds of each series shall mature on the dates and in the amounts as the Fiscal Officer determines, provides and states in the Certificate of Award, provided that no Series 2017B Bonds shall mature later than June 1, 2051. The Series 2017B Bonds shall mature in such serial or term (“Term Bonds”) maturities as the Fiscal Officer determines to be in the best interest of the University and shall be provided for in the Certificate of Award.

**(e) Prior Redemption.**

**(i) Mandatory Redemption.** Any 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, if any, as determined by the Fiscal Officer 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 Series 2017B Bonds) on each principal payment date the respective principal amounts of any Term Bonds subject to mandatory sinking fund redemption.

At its option, the University may deliver to the Trustee for cancellation Term Bonds, in any aggregate principal amount desired, and receive a credit in respect to the mandatory sinking fund requirement 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) or purchased for cancellation and cancelled by the Trustee and not theretofore applied as a credit against any mandatory sinking fund requirement. 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 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 of the provisions of this paragraph, the University will on or before the 45th day next preceding the applicable mandatory redemption date furnish the Trustee with a certificate, signed by the Fiscal Officer, stating the extent of the credit, if any, with respect to such mandatory sinking fund requirement. Unless that certificate is so timely furnished by the University, the mandatory sinking fund requirement for that year shall not be reduced.

**(ii) Optional Redemption.** Series 2017B Bonds of any series and 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. 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 Series 2017B Bonds will be subject to optional redemption prior to maturity or that certain maturities of Series 2017B Bonds will not be subject to optional redemption prior to maturity.

**(iii) Partial Redemption.** If fewer than all of the outstanding Series 2017B Bonds of any series of one maturity 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 in the manner provided in the Trust Agreement. If optional redemption of Series 2017B 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. In the event of a partial redemption of Series 2017B Bonds that are Term Bonds, the Trustee shall allocate the principal amount of that Term Bond to be redeemed against the mandatory sinking fund schedule for such Term Bond in accordance with the written direction of the Fiscal Officer.

(iv) **Notice.** Notice of call for redemption of any series of Series 2017B Bonds, setting forth the information provided for in the Trust Agreement, shall be given by the Trustee on behalf of the University in the manner provided in the Supplemental Trust Agreement. Notice by publication shall not be required. Any defect in that notice as to any Series 2017B Bond shall not affect the validity of the proceedings for the redemption of any other Series 2017B Bond, and any failure to receive notice duly mailed shall not affect the validity of the proceedings for the redemption of any Series 2017B Bonds.

(f) **Places and Manner of Payment.** The Series 2017B Bonds shall be payable at the places and in the manner provided in the Supplemental Trust Agreement for the related series of Series 2017B Bonds.

(g) **Execution and Authentication.** The Series 2017B Bonds shall be executed and authenticated in the manner provided in the Trust Agreement.

#### **Section 5. Sale and Award of Series 2017B Bonds.**

(a) **General; Certificate of Award.** The Series 2017B Bonds may be sold to an Original Purchaser purchasing directly for its own investment or purchasing as an underwriter for a public offering and, in either event, shall be sold in accordance with this Resolution and the Certificate of Award, and on such further terms authorized or not inconsistent with this Resolution and not materially adverse to the University as are provided for or specified in the Certificate of Award and any Bond Purchase Agreement. The purchase price for any series of Series 2017B Bonds may not be less than 98% of the aggregate principal amount of the Series 2017B Bonds of that series (or, if the Series 2017B 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 Series 2017B Bonds), plus any interest accrued on Series 2017B 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 Series 2017B 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 Series 2017B Bonds, in order to provide for the definitive terms and terms of sale and award to the Original Purchaser of the Series 2017B Bonds of each series as provided in this Resolution, but not later than September 1, 2017. Any Certificate of Award and any Bond Purchase Agreement for any series of Series 2017B Bonds shall not be inconsistent with this Resolution, and shall be approved by the Fiscal Officer, with the execution of the Bond Purchase Agreement constituting conclusive evidence of such approval and a finding that the terms are not materially adverse to the University, on behalf of the University. The Certificate of Award for the related series of Series 2017B Bonds shall be incorporated in and form a part of the related Supplemental Trust Agreement.

(b) **Official Statement.** In the event that the Series 2017B Bonds of any series are sold by public offering, the Fiscal Officer is authorized and directed to prepare or authorize to be prepared, and to complete a preliminary official statement and final official statement relating to the original issuance of any series of Series 2017B Bonds. 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 Rule 15c2-12 adopted by the Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934 (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 Series 2017B Bonds of any series.

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 final official statement and supplements thereto in connection with the original issuance of Series 2017B 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 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 Series 2017B Bonds, shall make a continuing disclosure agreement in the Supplemental Trust Agreement for the related series of the Series 2017B 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 6. Allocation of Proceeds of Series 2017B Bonds.**

(a) **Allocation.** The proceeds from the sale of the Series 2017B Bonds of each series, net of any amounts retained by the Original Purchaser for its compensation, shall be received and receipted for by the Fiscal Officer or by her authorized representative for that purpose, and shall be allocated, deposited and credited as follows:

- (i) to the Bond Service Account in the Bond Service Fund, any portion of the proceeds representing accrued interest;
- (ii) to the Trustee, the amount set forth in the Certificate of Award as the amount to be deposited with the Escrow Trustee under the Escrow Agreement;
- (iii) to the Series 2017B Project Account in the Series 2017B Project Fund, the amount set forth in the Certificate of Award to be used to pay costs of the Series 2017B Project;
- (iv) to the Series 2017B Cost of Issuance Account in the Series 2017B Project Fund, the amount set forth in the Certificate of Award to be used to pay costs of issuing the Series 2017B Bonds of that series; and
- (v) to the provider of any Credit Support Instrument, if provided for in the Certificate of Award, the amount that Certificate provides to pay fees and expenses relating to that Credit Support Instrument; and

(b) **Series 2017B Project Fund.** The Series 2017B Project Fund shall be established and shall be held by the University or the Trustee in a separate deposit account or accounts (except when invested as provided below) set up in a bank or banks that are members of the Federal Deposit Insurance Corporation. Within the Series 2017B Project Fund shall be established the Series 2017B Project Account to be applied to pay “costs of facilities” as defined in Revised Code Section 3345.12, including the reimbursement to the University of moneys temporarily advanced for the purpose in anticipation of being reimbursed from the proceeds of the Series 2017B Bonds. Within the Series 2017B Project Fund shall also be established the Series 2017B Cost of Issuance Account for the purpose of paying pay costs of any series of series of 2016 Bonds.

Funds on deposit in the Series 2017B Project Account are anticipated to be disbursed on the date of issuance of the Series 2017B Bonds for the purpose of acquiring securities to be held and invested in accordance with the terms of the Escrow Agreement as payment of a portion of the cost of acquisition of the Facilities as permitted and contemplated by the terms of the bond proceedings for the City Bonds.

(c) **Defeasance of City Bonds.** The University authorizes the Fiscal Officer to cooperate with the City to effect the defeasance of the City Bonds. The President of the University, the Fiscal Officer, and the Chair and Vice-Chair of the Board, or any two of them, are authorized and directed to execute and deliver to the Trustee, in the name of and on behalf of the University, the Escrow Agreement, and to execute and deliver any certificates, receipts, subscriptions for defeasance securities, instructions, documents and instruments of any kind whatsoever that, in the judgment of the Fiscal Officer, acting on the advice of counsel, shall need necessary and appropriate to accomplish such end.

#### **Section 7. Tax Covenants.** The Board, for itself and the University, covenants that:

It will use, and will restrict the use and investment of, the proceeds of the Series 2017B 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. The University recognizes and acknowledges that, for purposes of the Code, the Series 2017A Bonds will constitute an advance refunding of the City Bonds and the University represents, warrants and covenants that it shall treat the Series 2017B Bonds as advance refunding bonds for all purposes of federal income taxation unless it receives an opinion of bond counsel to the contrary.

It (a) will take or cause to be taken such actions that may be required of it for the interest on the Series 2017B Bonds to be and remain excludible from gross income for purposes of federal income taxation, 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 Series 2017B 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.

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 Series 2017B 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 Series 2017B 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 intended tax status of the Series 2017B Bonds, and (iii) to give one or more appropriate certificates, for inclusion in the transcript of proceedings for those Series 2017B Bonds, setting forth the reasonable expectations of the University regarding the amount and use of all the proceeds of those Series 2017B 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 Series 2017B Bonds.

**Section 8. Supplemental Trust Agreement.** The President of the University, the Fiscal Officer, and the Chair and Vice-Chair of the Board, or any two of them, are authorized and directed 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, a Supplemental Trust Agreement pursuant to the Trust Agreement and in connection with the issuance of the Series 2017B 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. The execution of any Supplemental Trust Agreement shall be incontestable evidence that the terms thereof are not substantially adverse to the University. The Fiscal Officer is authorized to choose to issue separate series of Series 2017B Bonds under one or more Supplemental Trust Agreements as such Fiscal Officer determines to be in the best interest of the University. Each such Supplemental Trust Agreement is authorized under this Resolution and all shall bear such designations as are deemed necessary by the Fiscal Officer to distinguish them and their respective purposes from each other.

**Section 9. Hedge Arrangements.** The University is authorized, from time to time, to enter into one or more agreements for an interest rate swap, swaption, rate cap, rate collar and other hedging arrangements to lower the effective interest rate of Series 2017B Bonds of any series or to hedge the exposure of the University against fluctuations in prevailing interest rates or to restructure the debt service on the Series 2017B Bonds of any series (each, a "Hedge Agreement"), and to secure its obligations to the counterparties under Hedge Agreements by a pledge of the General Receipts, subject to the Trust Agreement and such conditions and restrictions as may be specified therein and in the Act. The Fiscal Officer is authorized, on behalf of the University, to execute and deliver one or more Hedge Agreements that he or she determines will reduce the net debt service payable on the Series 2017B

Bonds of any series or otherwise enhance the timing and amount of the payments thereof for the University's purposes to an extent that justifies the cost of the University's entering into such Agreements.

Upon the determination of the Fiscal Officer that it is to the financial advantage of the University and in the University's best interest that a hedging arrangement be undertaken by the University with respect to any Series 2017B Bonds, the Fiscal Officer may authorize one or more hedge transactions in accordance with the applicable Hedge Agreement provided that (a) the maximum aggregate notional amount of hedging transactions with respect to the Series 2017B Bonds outstanding at any one time, net of offsetting hedging transactions, shall not exceed the aggregate principal amount of all Series 2017B Bonds; provided, however, in the event that terms of the Hedge Agreement are intended to provide a financial benefit to the University between the date of the adoption of this Resolution and the date of issuance of the applicable series of Series 2017B Bonds, the maximum aggregate notional amount of such Hedge Agreement or Agreements shall be the maximum authorized principal amount of Series 2017B Bonds hereunder, (b) the counterparty shall be rated at the time of signing the Hedge Agreement not lower than "A" or its equivalent by at least one rating agency or its obligations under the Hedge Agreement shall be guaranteed or insured by an entity rated at the time of signing the Hedge Agreement not lower than "A" or its equivalent by at least one rating agency, and (c) the term of the Hedge Agreement shall not exceed the final maturity of the Series 2017B Bonds to which it relates.

**Section 10. Other Documents.** The President of the University, the Fiscal Officer, and the Chair and Vice-Chair of the Board, or any one of them, are authorized and directed to furnish, sign and deliver such other documents, certificates and instruments as may be necessary or appropriate to issue the Series 2017B Bonds and to consummate the transactions contemplated in this Resolution, the Supplemental Trust Agreement, the Bond Purchase Agreement, and the Escrow Agreement, each as applicable to the related series of Series 2017B Bonds. The Secretary to the Board or other appropriate officials of the University shall furnish the Original Purchaser 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 Series 2017B Bonds.

**Section 11. 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.

The Board Secretary conducted a roll call vote with the following results: Voting "yes" – Mr. Daley, Ms. Eisele, Mr. Keller, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with six affirmative votes. Mr. Levey abstained.

#### Approval of Design and Pre-Construction Services for Hanna Hall/College of Business Administration Building

##### No. 41-2017

WHEREAS, \$5,722,780 has been identified from private donor funds and future long-term debt funding to begin architecture/engineering and preconstruction work on Hanna Hall, and

WHEREAS, these design and pre-construction services are being undertaken to provide the necessary professional design, technical consultants, LEED certification and energy modeling, surveys, prototyping, and work necessary to allow for the eventual renovation and construction of Hanna Hall, and

WHEREAS, this project also includes the relocation of a fiber optic duct bank as a pre-requisite to the renovation of Hanna Hall; and

WHEREAS, upon completion of the design and pre-construction work, a detailed project proposal will be brought back to the Board of Trustees for consideration; and

WHEREAS, the design, bidding, and pre-construction services will follow all applicable state laws and regulations;

NOW, THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees

hereby authorizes the Vice President for Finance and Administration to proceed with this project as described above.

Approval of Joint Use Agreement between Bowling Green State University and Bowling Green Curling Club

No. 42-2017

WHEREAS, SB 310 provided \$80,000 in capital funds for a capital project at the Bowling Green Curling Club facility, and

WHEREAS, the State of Ohio requires the establishment of a Joint Use Agreement between Bowling Green State University and Bowling Green Curling Club as a condition to receive the capital funding, and

WHEREAS, the Joint Use Agreement provides for continued access to the Bowling Green Curling Club facility for the purpose of conducting certain academic programs as well as enhancing public services and facility usage to members of the Northwest Ohio community;

NOW, THEREFORE, BE IT RESOLVED, that the Bowling Green State University Board of Trustees hereby authorizes the University President and the Vice President for Finance and Administration, or either of them, such authority as may be necessary to execute and deliver a Joint Use Agreement with the Bowling Green Curling Club as described above in accordance with Ohio law.

Approval of Joint Use Agreement between Bowling Green State University and Erie County Health Department

No. 43-2017

WHEREAS, SB 310 provided \$120,000 in capital funds for a capital project at the Erie County Health Department, and

WHEREAS, the State of Ohio requires the establishment of a Joint Use Agreement between Bowling Green State University and the Erie County Health Department as a condition to receive the capital funding, and

WHEREAS, the Joint Use Agreement provides for continued access to the Erie County Regional Response Water Lab to be constructed for the purpose of conducting certain academic programs and research activities as well as enhancing public services and facility usage to University faculty and students and to members of the Erie County General Health District;

NOW, THEREFORE, BE IT RESOLVED, that the Bowling Green State University Board of Trustees hereby authorizes the University President and the Vice President for Finance and Administration, or either of them, such authority as may be necessary to execute and deliver a Joint Use Agreement with the Erie County Health Department as described above in accordance with Ohio law.

Approval of Joint Use Agreement between Bowling Green State University and Norwalk Economic Development Corporation

No. 44-2017

WHEREAS, HB 497 provided \$250,000 in capital funds for a capital project at the Norwalk Economic Development Corporation, and

WHEREAS, the State of Ohio requires the establishment of a Joint Use Agreement between Bowling Green State University and the Norwalk Economic Development Corporation as a condition to receive the capital funding, and

WHEREAS, the Joint Use Agreement provides for continued access to the Norwalk Economic Development Corporation facility for the purpose of conducting certain academic programs and enhancing public services to members of the Norwalk and Firelands communities;

NOW, THEREFORE, BE IT RESOLVED, that the Bowling Green State University Board of Trustees hereby authorizes the University President and the Vice President for Finance and Administration, or either of them, such authority as may be necessary to execute and deliver a Joint Use Agreement with the Norwalk Economic Development Corporation as described above in accordance with Ohio law.

Authorization to Renew Mutual Aid Agreements

No. 45-2017

WHEREAS, Ohio Revised Code 3345.041 authorizes the board of trustees of a state university to enter into agreements with one or more townships, municipal corporations, counties, or other state universities or colleges, to allow the use of state university law enforcement officers to perform any police function, exercise, any police power, or render any police service on behalf of the contracting political subdivision, or state university or college, that such entities may themselves perform, exercise, or render (“Inter-Jurisdictional Law Enforcement Agreements” or “Agreements”), and

WHEREAS, the University has historically entered into such Agreements and presently has four such Agreements in effect, and

WHEREAS, the Agreements have benefitted both the University and all other parties to the Agreements;

NOW, THEREFORE BE IT RESOLVED, that the Bowling Green State University Board of Trustees hereby authorizes the Vice President for Finance and Administration or the President to renew any existing mutual aid agreements for a mutually agreed upon period of time after proper consultation with, and upon the recommendation of, the University’s General Counsel.

Mr. Daley moved and Ms. Eisele seconded that the above five action items be approved. The Board Secretary conducted a roll call vote with the following results: Voting “yes” – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with seven affirmative votes.

Approval of the Naming for the Robert W. and Patricia A. Maurer Center

No. 46-2017

Mr. Daley moved and Ms. Newlove seconded that:

WHEREAS, Robert W. (Bob) Maurer earned a bachelor’s degree in accounting from Bowling Green State University in 1965 and a law degree from the University of Toledo;

WHEREAS, he is a practicing attorney in Bowling Green and a partner of Maurer, Newlove, & Bakies;

WHEREAS, he and his wife, Patricia (Pat) who attended BGSU, are the owners of a multitude of residential and commercial properties in the region;

WHEREAS, as a student, Bob lettered in wrestling and was a member of Phi Delta Theta fraternity;

WHEREAS, since his graduation, he has been actively involved in the University and in the community;

WHEREAS, Bob served on the Board of Directors of the BGSU Foundation, Inc. and was a member of the Advocates Board for the Library;

WHEREAS, he now serves as a member of the Leadership Council for University Libraries;

WHEREAS, Bob and Pat are members of The Presidents Club, the 1910 Society, the Cornerstone Club, and Falcon Club;

WHEREAS, in 2008, the Maurers established the Maurer Family Endowed Professorship in Accounting, awarded to a faculty member who has an outstanding reputation in teaching and scholarship;

WHEREAS, in addition to their support in the College of Business Administration, they have also provided support to Bob’s fraternity, the Learning Commons, and the Falcon Marching Band uniform fund;

WHEREAS, their support of the Wood County Library and the American Red Cross show their dedication and commitment to bettering the lives of the citizens in the community in which they live;

WHEREAS, Bob and Pat Maurer have made a transformational commitment to Bowling Green State University for the facility to be renovated to house the College of Business Administration,

recognizing that this new facility will create a teaching and learning environment that will set the BGSU business programs apart from others in the state, region and country; and

WHEREAS, it is most fitting that in recognition of their past support and their financial support for the new facility that the facility be named in their honor.

NOW, THEREFORE, BE IT RESOLVED, in recognition of Robert and Patricia Maurer's long dedication and service to the university they have cherished, the Bowling Green State University Board of Trustees approves the naming of the Robert W. and Patricia A. Maurer Center.

The Board Secretary conducted a roll call vote with the following results: Voting "yes" – Mr. Daley, Ms. Eisele, Mr. Keller, Mr. Levey, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with seven affirmative votes.

#### Naming of Areas within the College of Business Administration Building

No. 47-2017 Mr. Daley moved and Ms. Newlove seconded that:

The Bowling Green State University Board of Trustees, in recognition of the leadership and contributions of the donors, friends, faculty, staff, students, and alumni named in the accompanying documents, approve the naming of the respective public spaces, lounges, offices, classrooms, and other areas within the College of Business Administration Building.

The Board Secretary conducted a roll call vote with the following results: Voting "yes" – Mr. Daley, Ms. Eisele, Ms. Montgomery, Ms. Newlove, and Dr. Ross. The motion was approved with five affirmative votes. Mr. Keller and Mr. Levey abstained.

Mr. Daley reported that Ms. Sheri Stoll gave presentations on five informational items, including an Affordability and Efficiency Update; the University Investment Schedule through December 31, 2016; Capital Projects Status Report through December 31, 2016; E & G Expenditure Report through December 31, 2016; and Comparative Senate Bill 6 Financial Ratios for Year-Ended June 30, 2016.

#### **AUDIT COMMITTEE**

Audit Committee Chair, Ms. Eisele, reported that the only action item before the committee was the approval of minutes from the December 8, 2016, meeting. Discussion items on the agenda included a safety and security update from Interim Police Chief, Mike Campbell; a review of the Internal Audit Charter by Mr. Jim Lambert, Director of Internal Audit; a summary of fraud hotline statistics; a report on current audit findings; and a correction action update, and an Audit Committee training topic.

#### **DEVELOPMENT COMMITTEE**

Mr. Jim Bailey presented the report on behalf of Joint Development Committee Chair, Mr. O'Brien. He stated that the only action item was the approval of minutes from the December 8, 2016, meeting. Discussion and information items included a review of a draft Committee Charter and a development and campaign update highlighting the campaign progress, goals and naming opportunities.

#### **INVESTMENT COMMITTEE**

Joint Investment Committee Chair, Mr. Keller, stated that the only action item before the committee was the approval of minutes from the December 8, 2016, meeting. Discussion items on the agenda included a review of Mercer Hedge Funds and a review of market performance and December 31, 2016 Investment Schedule.

#### **REPORTS - CONSTITUENT REPRESENTATIVES**

##### Administrative Staff Council Representative, Leslie Galan

Ms. Galan provided an update on the policy and handbook review, hockey outing with constituent groups, and the upcoming awards ceremony on May 23, 2017.

Classified Staff Council Representative, Linda Hamman

Ms. Hamman reported on review of the employee handbook and policies, lunch donations for the Day of Service and the upcoming Classified Staff Council Awards on May 17, 2017.

Faculty Representative, Rachelle Hippler

Ms. Hippler reviewed the Senate work on new degree programs, changes to the academic calendar, policy alignment, and textbook affordability.

Graduate Student Representative, Amira Hassnaoui

Ms. Hassnaoui informed the Board of recent work of Graduate Student Senate including reaffirming the commitment to diversity, the City-University Relations Committee, and the upcoming Shanklin Awards.

Undergraduate Student Representative, Amanda Dortch

Ms. Dortch congratulated the distinguished professors and honored faculty, updated the Board on collaborations with Faculty Senate, and recapped Creed Day on March 22, 2017.

**ANNOUNCEMENTS**

Mr. Levey announced that the next meeting will be held on May 6, 2017, on the Bowling Green Campus.

Mr. Levey continued the tradition of “passing of the gavel” to give Trustees the opportunity to highlight accomplishments and efforts of programs and individuals at Bowling Green State University.

**ADJOURNMENT**

At 2:42 p.m., Ms. Newlove moved and Dr. Ross seconded that the meeting be adjourned.