

RESOLUTION NO. 12 – 2006

**RESOLUTION APPROVING IN CONCEPT THE COMBINATION
OF
THE UNIVERSITY OF TOLEDO
AND
THE MEDICAL UNIVERSITY OF OHIO AT TOLEDO**

WHEREAS, The University of Toledo and the Medical University of Ohio at Toledo share a common mission to serve the needs and interests of Toledo and Northwest Ohio; and

WHEREAS, the two institutions are located in close physical proximity; and

WHEREAS, the combination of The University of Toledo and the Medical University of Ohio at Toledo into a new, single entity will create a stronger institution of higher education with enhanced capacity to recruit students, obtain research funding, recruit and retain quality faculty, eliminate duplicative costs and programs, and realize other benefits, as described in more detail in an analysis prepared by Ryan Beck & Co.; and

WHEREAS, a combination of the two institutions has been strongly encouraged by elected officials and community leaders in Northwest Ohio and also by members of the Ohio Board of Regents and the Ohio General Assembly; and

WHEREAS, this Board believes the benefits of a combination of The University of Toledo and the Medical University of Ohio at Toledo outweigh the operational and logistical challenges of the combination; and

WHEREAS, the President of The University of Toledo, Dr. Daniel M. Johnson, and the President of the Medical University of Ohio at Toledo, Dr. Lloyd A. Jacobs, have strongly recommended the combination of the two institutions;

THEREFORE, BE IT RESOLVED that:

1. The Board of Trustees of The University of Toledo unanimously approves the goal of combining The University of Toledo and the Medical University of Ohio at Toledo and authorizes and directs the President of The University of Toledo to collaborate with the President of the Medical University of Ohio to develop for the consideration and action of the boards of trustees of the respective universities, appropriate terms and conditions for such a combination.
2. The Board of Trustees directs the President of The University of Toledo and the University's legal counsel to prepare, with the advice of special counsel appointed by the Ohio Attorney General, those documents necessary and appropriate for consideration of the combination by the Ohio Board of Regents and the Ohio General Assembly.

3. The Board of Trustees directs the President of The University of Toledo, University legal counsel, and other appropriate University officials to make accessible to its special counsel appointed by the Ohio Attorney General and to appropriate officials of the Medical University of Ohio at Toledo and its special counsel appointed by the Ohio Attorney General all information necessary to enable both institutions to do the appropriate diligence and documentation to facilitate the implementation of the combination.