

Minutes
The University of Toledo
174th Meeting of the Board of Trustees
Wednesday, February 28, 2024
WebEx/CADE
9:00 a.m.

The one-hundred seventy-fourth meeting of The University of Toledo Board of Trustees was held on Wednesday, February 28, 2024, in the Center for Alumni and Donor Engagement Fredrick Wolfe Board Room and virtually, via WebEx. Chair Will Lucas called the meeting to order at 9:03 a.m. and read the mission statement of The University of Toledo. Secretary to the Board, Ms. Katie DeBenedictis, recorded the minutes.

**CALL TO
ORDER**

The following Board of Trustees members were in attendance:

Eleanore Awadalla (in-person)
Alfred A. Baker (in-person)
Stephen P. Ciucci (virtual)
Lidia Ebersole, (in-person)
Zac Isaac (in-person)
Will Lucas, Chair (in-person)
Patrick Kenney, Vice-Chair (in-person)
Madeline Vining, Student Trustee (in-person)
Kevin Bishop, Student Trustee (in-person)
Thomas Wakefield, National Trustee (in-person)

ATTENDANCE

The following Board of Trustees members were in attendance:

Michael Miller

A quorum of the Board was constituted.

The following individuals were also in attendance:

Max Alfonso, Student
Nicole Baden, Director of Campus Planning, Design & Construction
Bryan Blair, VP and Director of Athletics
Nate Boley, Student
Franci Brink, Executive Assistant to the EVP/CFO
Melissa Burden, Toledo Blade
Lisa Byers, Executive Secretary
Frank Calzonetti, VP for Innovation
Lena Carroll, Director, Financial Planning, Analysis and Budget
Margie Clausing, Sr. Director of Federal and Local Relations
Melissa Coduti, Vice President of Operations, UTP
Emily Cohoe, Enrollment Marketing Manager

Meghan Cunningham, Director University Communications
Dave Cutri, Executive Director of Internal Audit and Chief Compliance Officer
Dilip Das, Vice President for Diversity, Equity and Inclusion
Katie DeBenedictis, Secretary to the Board of Trustees
Mike Dennis, Sr. Assoc. VP for Finance & Auxiliaries and Treasurer
Susan Edinger, Manager, Internal Auditor
Eli Faes, Director, State Government Relations
Beth Gerasimiak, Director of Academic Personnel Administration
Brenda Grant, Associate Vice President for Academic Finance and Planning
Sunday Griffith, Assistant Director of Institutional Research
Troy Holmes, UTM C CFO
John Huber, Chief Administrative and Financial Officer, UTP
Doug Huffner, AVP of Risk Management
Mary Humphrys, Associate Professor
Charles Jake, VP for Legal Affairs and General Counsel
Wendy Jolliff-Schiltz, Faculty
Sherri Kasper, Park UToledo
Adam Lee, Director of Enrollment Communications
Brenda Lee, President, UToledo Foundation
Tyrel Linkhorn, Media Relations Specialist
Greg MacDonald, Huron Consulting
William McCreary, VP for Information Technology and CIO
Traci McDaniel, Executive Assistant
Mark Merrick, Dean, College of Health and Human Services
Diane Miller, VP for Gov't Relations and Chief of Staff to the President
Scott Molitor, Interim EVP for Academic Affairs and Provost
Sue Moore, Consultant
Joe Napoli, President and CEO, Toledo Mud Hens and Walleye
Megan Newcomer, Executive Assistant
Angela Paprocki, COA/AVP of Institutional Effectiveness
Greg Postel, President
April Ramsey, Executive Assistant
Terence Romer, AVP of Business Insights
Danelle Rondinelli, Executive Assistant
Randy Rothenbuhler, Chief Financial Officer, UTF
Emily Salvage, Associate Director of Enrollment Operations
Janelle Schaller, Deputy General Counsel
Connie Schall, Interim VP of Research
Matthew Schroeder, EVP Finance and Administration/CFO
Christy Sevier, Director of Undergraduate Admissions
Russ Smith, Senior Hospital Administrator
Sammy Spann, Vice President for Student Affairs
Rick Swaine, UTM C CEO
Jason Toth, Sr. AVP for Administration
Sabrina Taylor, Assoc. VP of Budget and Planning
David Teed, Park UToledo

Valerie Walston, Special Asst. to the President for Community Engagement
Mindy Ward, Controller, UTP
Don Wedding, UTAAUP
Alex Zernechel, Associate Director for Involvement

Board Chair Lucas requested a motion to enter executive session to discuss trade secrets under Ohio uniform trade secret act. A motion was made by Trustee Awadalla and seconded by Trustee Isaac. Ms. DeBenedictis took a roll call vote of the board: Lucas, yes; Kenney, yes; Awadalla, yes; Baker, yes; Ciucci, yes; Ebersole, yes; and Isaac, yes. Following the discussion, the board exited executive session with no action taken.

**EXECUTIVE
SESSION**

Board Chair Lucas requested a motion to waive the reading of the December and February Board and Committee meeting minutes and approve them as written. A motion was received from Trustee Awadalla and seconded by Trustee Kenney. Ms. DeBenedictis took a roll call vote: Lucas, yes; Kenney, yes; Awadalla, yes; Baker, yes; Ciucci, yes; Ebersole, yes; and Isaac, yes.

**APPROVAL OF
MEETING
MINUTES**

Board Chair Lucas asked each committee chair to share their committee report.

**COMMITTEE
REPORTS**

Trustee Isaac read the Academic and Student Affairs Committee report: The Committee met on Wednesday, February 21 at 4pm via Webex. The committee heard stakeholder reports shared by chairs of the faculty senate, graduate council, student government, and graduate student association. Several of the topics in the stakeholder reports lead to additional discussion. The stakeholders were encouraged to meet with leadership on campus about issues in their reports to obtain the most accurate data and timely information. They were also encouraged to offer possible solutions.

**ACADEMIC AND
STUDENT
AFFAIRS
COMMITTEE**

Following the stakeholder reports, several action items were approved by the committee. These items can all be found on today's consent agenda:

The first item was approval of the meeting minutes from the December meeting.

The second item was approval of the 2024 Distinguished University Professor Nominations. Dr. Molitor shared that this is the highest permanent honor UToledo can bestow on a faculty member. This year's candidates are Dr. Michael Boyd and Dr. Jon Elhai – both in the college of arts and letters. The committee offered our congratulations to both professors and thanked them for their significant contributions to UToledo.

The third item was approval of the 2024-25 sabbatical recommendations. In total, there are 28 recommended applicants for sabbatical leave.

Finally, upon recommendation of the Academic Honors Committee, we approved two candidates for honorary degrees: Dr. Patrice Harris and Ms. Ramona Collins.

In Trustee Miller’s absence, Trustee Ebersole read the finance and audit committee report: The Finance and Audit Committee met on Friday, February 23 at 9am via Webex.

**FINANCE AND
AUDIT
COMMITTEE
MEETING**

Mr. Matt Schroeder, Executive Vice President for Finance and Administration and CFO, gave a presentation on the FY24 financial performance through December. He highlighted the consolidated income statement, balance sheet, and statement of cash flows for UToledo. Additionally, Mr. Bryan Blair, Vice President and Director of Athletics presented information on the value proposition of athletics.

Following an executive session discussion, the committee moved to the action items portion of the agenda. Several action items were approved by the committee. These items can all be found on today’s consent agenda:

The first item is the meeting minutes from the December Finance and Audit Committee meeting.

The second item is Resolution No. 24-02-02 which authorizes the sale of property along the Dorr Street corridor.

The third item is Resolution No. 24-02-03 which voices support from the UToledo Board of Trustees for the multiple campus master plan update. The multiple campus master plan update is a necessary and important step towards reimagining UToledo. Committee Chair Miller asked Mr. Schroeder to prepare a presentation that could be shared at today’s meeting, and I would now like to ask him and his team to spend a couple minutes presenting the update to the full board and today’s attendees. The presentation follows the minutes – Attachment A.

Trustee Ciucci shared the trusteeship and governance committee report: The Trusteeship and Governance Committee met on Monday, February 26 at 9:00am via Webex.

**TRUSTEESHIP
AND
GOVERNANCE
COMMITTEE**

Following a discussion in executive session, the committee approved several action items that can be found on today’s consent agenda. These items include:

The meeting minutes from the December trusteeship and governance committee meeting.

The Personnel Action Report for February; and

Resolutions No. 24-02-04 and No. 24-02-05 ratifying the collective bargaining agreements between UToledo and the AAUP for tenure/tenure track faculty and lecturers, respectively.

Additionally, Dr. Postel presented a nomination for Dr. Damian “Pat” Alagia to be appointed to the UToledo Health Board. Pursuant to O.A.C 3364-1-12 the board of trustees is authorized to appoint members of the UTH Board in

consultation with the trusteeship and governance committee. The committee voted to approve Resolution No. 24-02-06 in favor of Dr. Alagia's appointment.

Dr. Postel provided the UToledo Health Board report: The UToledo Health Board met on Wednesday, January 24 at 2pm in the Wolfe Board Room and virtually, via Webex.

Mr. Rick Swaine provided a report on UTMC. He highlighted several initiatives underway including a new cath lab, an aquablation procedure and the Mobile Health Unit. He also provided an update on the CMIO search currently underway.

Dr. Becky Ramirez provided a report on UTP. Her comments included recognition of the UTMC cardiovascular team for acknowledgement in the 2024 US News and World Report Best Hospitals publication. She also highlighted the trauma center and kidney transplant teams.

As chair, I reported on business at recent committee meetings including the privileging/credentialing and safety/quality committee and the finance and audit committee.

Following a discussion in executive session, there were several action items voted on for approval. These items include:

Meeting minutes from November and January; Resolution No. 24-01-01: Approving Termination of UTP Radiology Contract with UToledo; and UTP's request for the hiring of in-house counsel. In addition to working with Taft Law Firm on legal services, UTP is requesting the ability to hire in-house counsel. This individual will predominantly be reviewing 3rd party contracts, providing assistance with employment agreements and negotiations, reviewing policy and procedures and other basic legal activities as needed. As is required by the second amended and restated code of regulations of the University of Toledo Physicians Clinical Faculty, the authority to assign legal counsel for UTPCF resides with the Sole Member of UTPCF which is the University of Toledo. Therefore, I'm requesting approval from the board of trustees for UTP to hire in-house counsel at today's meeting...

Board Chair Lucas requested a motion to approve UTP's request to hire in-house counsel. A motion was provided by Trustee Awadalla and seconded by Trustee Kenney. Ms. DeBenedictis took a roll call vote: Lucas, yes; Kenney, yes; Awadalla, yes; Baker, yes; Ciucci, yes; Ebersole, yes; and Isaac, yes;

Additionally, the board voted to approve the nomination of Dr. Damian "Pat" Algia to serve as a public member of the UToledo Health Board. This action was also approved by the trusteeship and governance committee as Trustee Ciucci mentioned in his report.

**UTOLEDO
HEALTH**

**APPROVAL OF
IN-HOUSE
COUNSEL UTP**

Finally, in other business, Dr. Rebecca Ramirez announced her resignation effective January 31 and Dean of the College of Pharmacy, Pamela Heaton, updated the board on the College of Nursing search, currently underway.

Board Chair Lucas requested a motion for approval of the Consent Agenda for this meeting. A motion was received from Trustee Baker and seconded by Trustee Ebersole. Ms. DeBenedictis took a roll call vote: Lucas, yes; Kenney, yes; Awadalla, yes; Baker, yes; Ciucci, yes; Ebersole, yes; and Isaac, yes.

There was an item of other business to discuss. Resolution No. 24-02-07: Approval of a Large Purchase was presented by Mr. Schroeder. This resolution authorizes UToledo to enter a 5-year agreement with Amerisource Bergen which is anticipated to (i) incrementally improve annual discounts by \$780K+/-; (ii) provide an additional \$3.4M+/- in rebates over the term of the agreement; and (iii) increase sales associated with the specialty pharmacy payer network by \$6M+/- per annum. Board Chair Lucas requested a motion to approve Resolution No. 24-02-07. A motion was provided by Trustee Isaac and seconded by Trustee Awadalla. Ms. DeBenedictis took a roll call vote: Lucas, yes; Kenney, yes; Awadalla, yes; Baker, yes; Ciucci, yes; Ebersole, yes; and Isaac, yes.

Dr. Postel did not have a report for the meeting.

Dr. Postel does not have a report for today... I would like to make a couple brief comments in reaction to the committee reports and today's consent agenda:

I'd like to congratulate both Dr. Patrice Harris and Ms. Ramona Collins on their honorary degrees. UToledo is proud to recognize the achievements and accomplishments of experts in their field who share their talent and knowledge with our students and campus community.

I'd like to thank Bryan Blair for his presentation last week in the finance and audit committee meeting on the value proposition of athletics and shining a light on the positive effects of athletics both at UToledo and in the community.

Finally, I'd like to wish our students the best of luck on their mid-terms as they get a well-deserved spring break next week.

Chair Lucas stated that there was a need to enter executive session. He requested a motion to enter executive session to discuss trade secrets under Ohio uniform trade secret act, to discuss the employment and compensation of a public employee, and to hold a conference with an attorney to discuss imminent court action. A motion was provided by Trustee Awadalla and seconded by Trustee Ebersole. Ms. DeBenedictis took a roll call vote: Lucas, yes; Kenney, yes; Awadalla, yes; Baker, yes; Ciucci, yes; Ebersole, yes; and Isaac, yes. Following discussions, the board exited executive session with no action taken.

**APPROVAL OF
CONSENT
AGENDA**

**OTHER BUSINESS
RESOLUTION NO.
24-02-07**

**PRESIDENT'S
REPORT**

CHAIR'S REPORT

**EXECUTIVE
SESSION**

With no further business to discuss, Chair Lucas adjourned the meeting at 2:54 p.m.

ADJOURNMENT

A photograph of the University of Toledo's clock tower, a tall, Gothic-style stone structure with a clock face, set against a blue sky with light clouds. The tower is flanked by green trees and a paved walkway leads towards it. The text 'CAMPUS MASTER PLAN UPDATE' is overlaid in large white letters across the center of the image.

CAMPUS MASTER PLAN UPDATE

UNIVERSITY OF TOLEDO

BOARD OF TRUSTEES
FEBRUARY 28, 2024

MULTIPLE CAMPUS MASTER PLAN 2017

REVIEW AND PROGRESS

MAIN CAMPUS MAJOR INITIATIVES

- 1 University Hall Repurpose and Renovation
- 2 Academic Renovations
- 3 Research Building
- 4 Union and Library Renovations
- 5 Student Housing Renovations
- 6 Student Housing Construction
- 7 Athletics Consolidation
- 8 Outdoor Recreation Improvements
- 9 Open-space Improvements

LEGEND

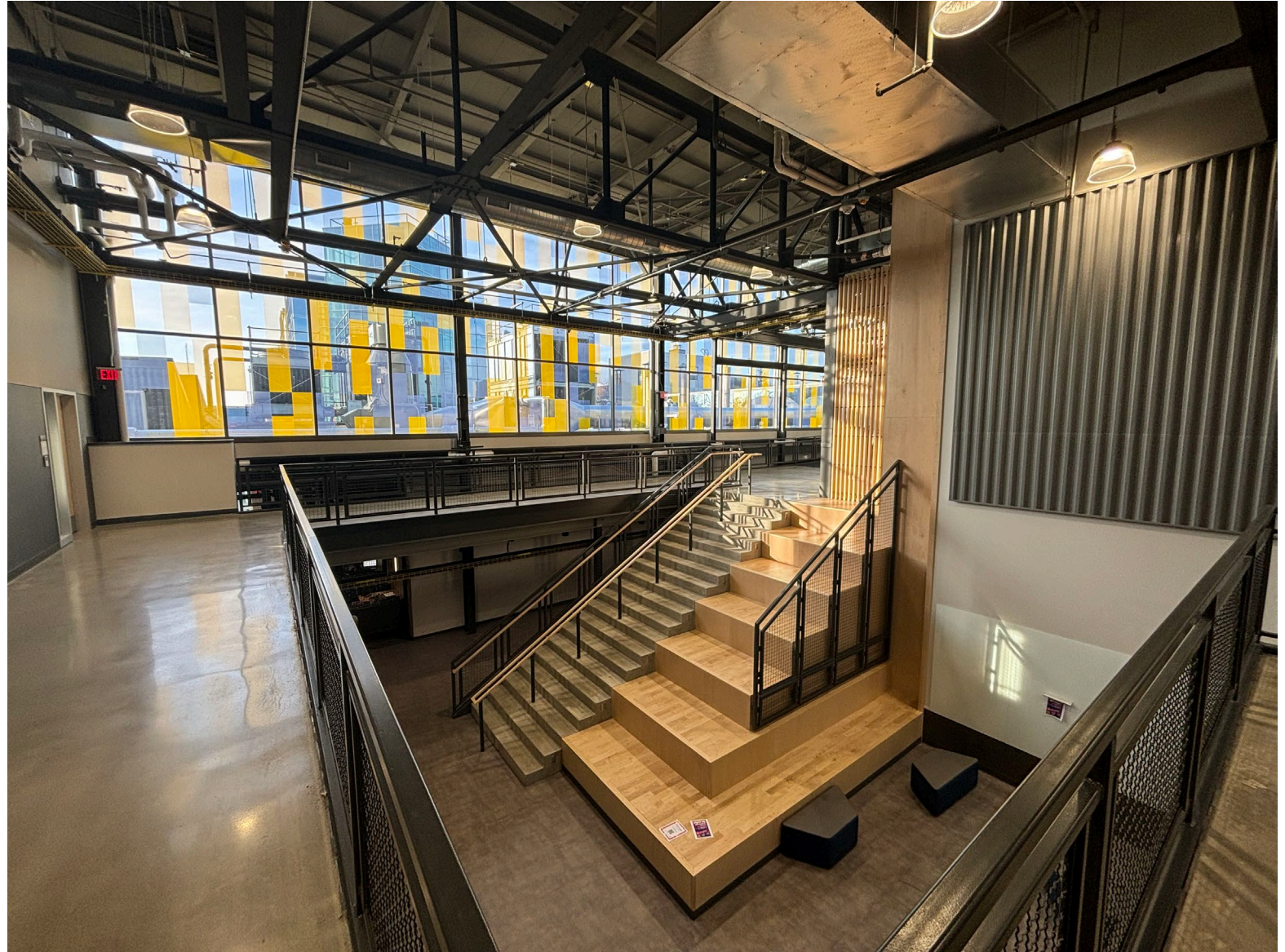
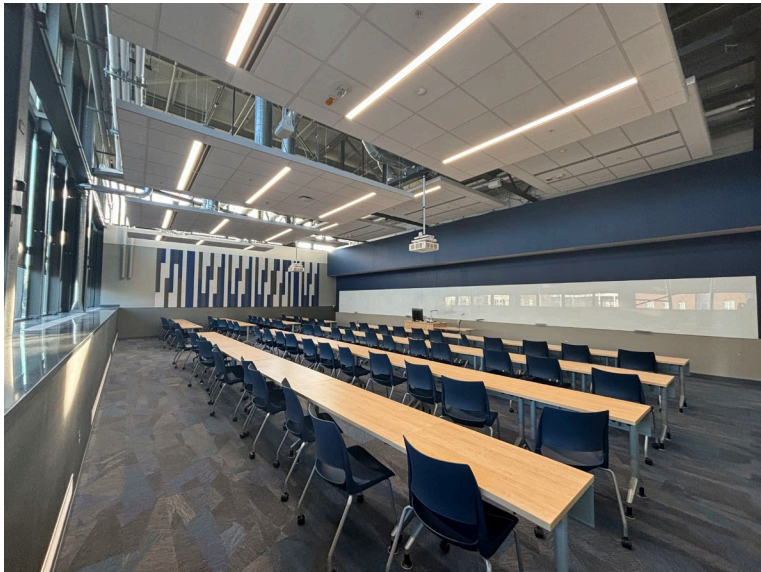
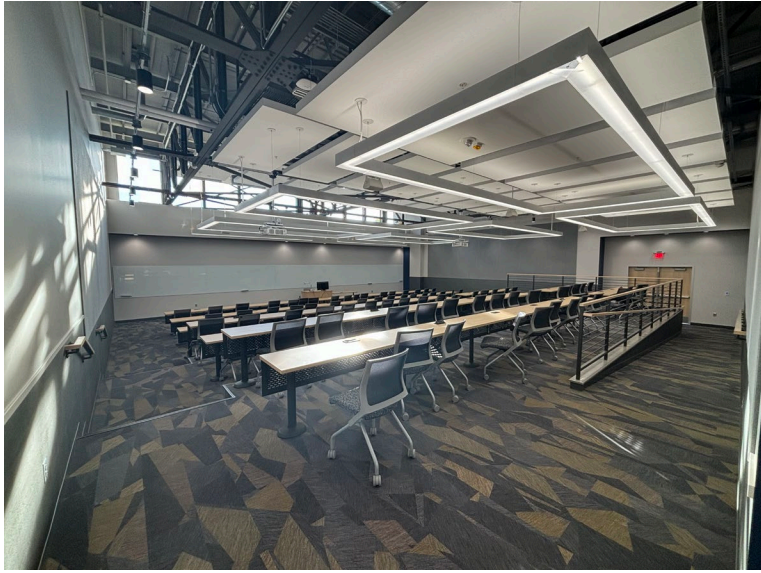
-  Existing University Building
-  Proposed Renovation
-  Proposed New Building
-  Potential Public-Private Partnership
-  Gift-funded Building
-  Parking Garage
-  Off-campus Building
-  Athletics/Recreation
-  Campus Green Space
-  Campus Entrance



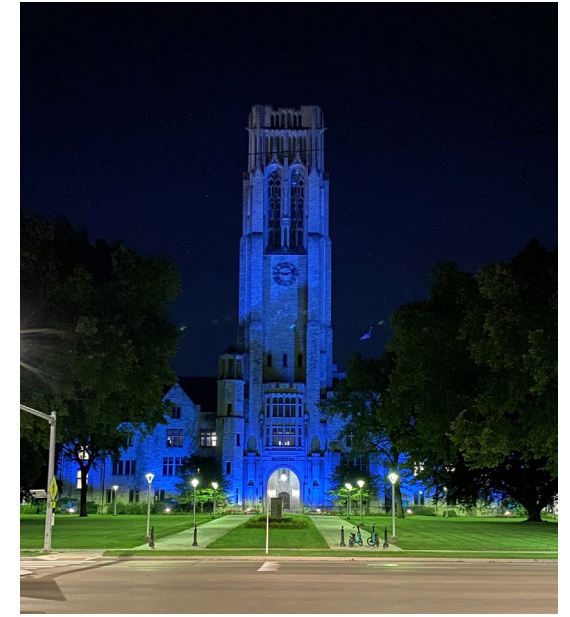
COMPLETED RENOVATIONS



NORTH ENGINEERING HIGH-BAY RENOVATIONS



PLACEMAKING



IT'S A NEW DAY IN TOLEDO

A NECESSARY CAMPUS MASTER PLAN UPDATE

- 150 Years of Life-Changing Education
- New Leadership
- New Strategic Plan
- Academic Program Prioritization
- Refocused STEM-H vision
- Comprehensive Facilities Plan
- 31 nationally ranked programs

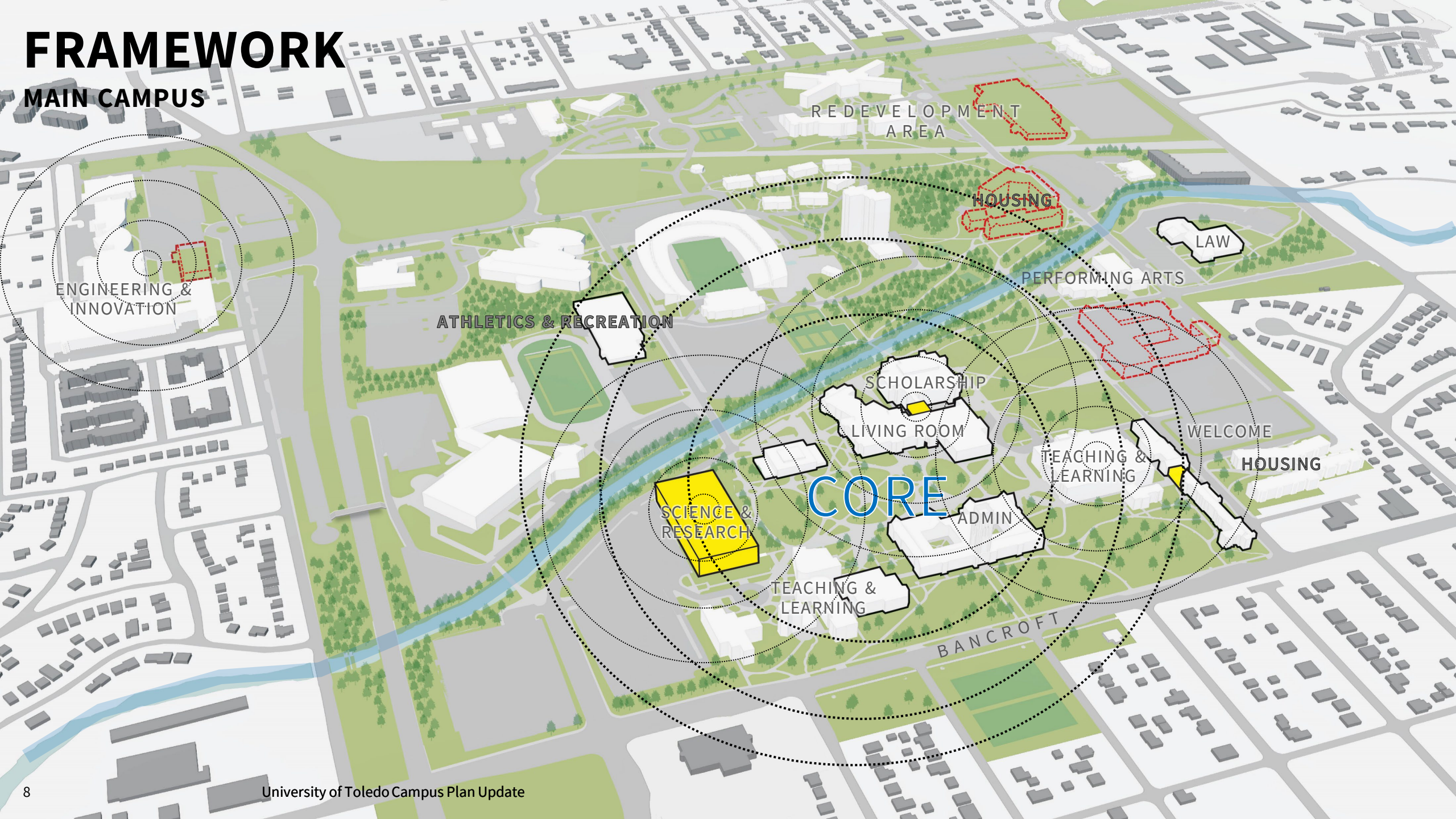
A photograph of a stone building facade, likely a university building, featuring a large arched window and a decorative metal railing in the foreground. The text is overlaid on the image.

CAMPUS MASTER PLAN UPDATE 2024

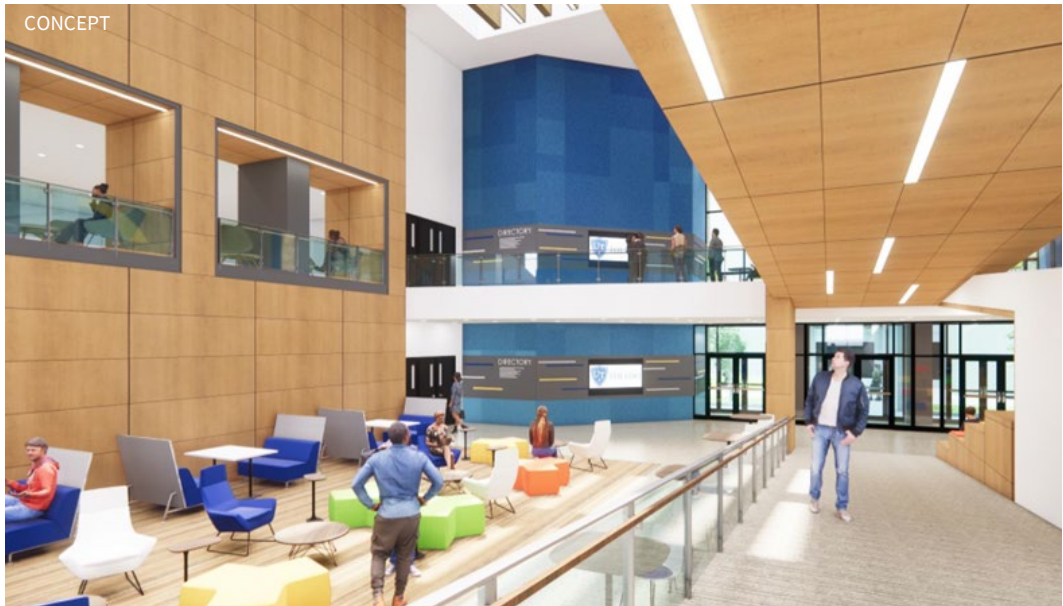
MAIN CAMPUS

FRAMEWORK

MAIN CAMPUS

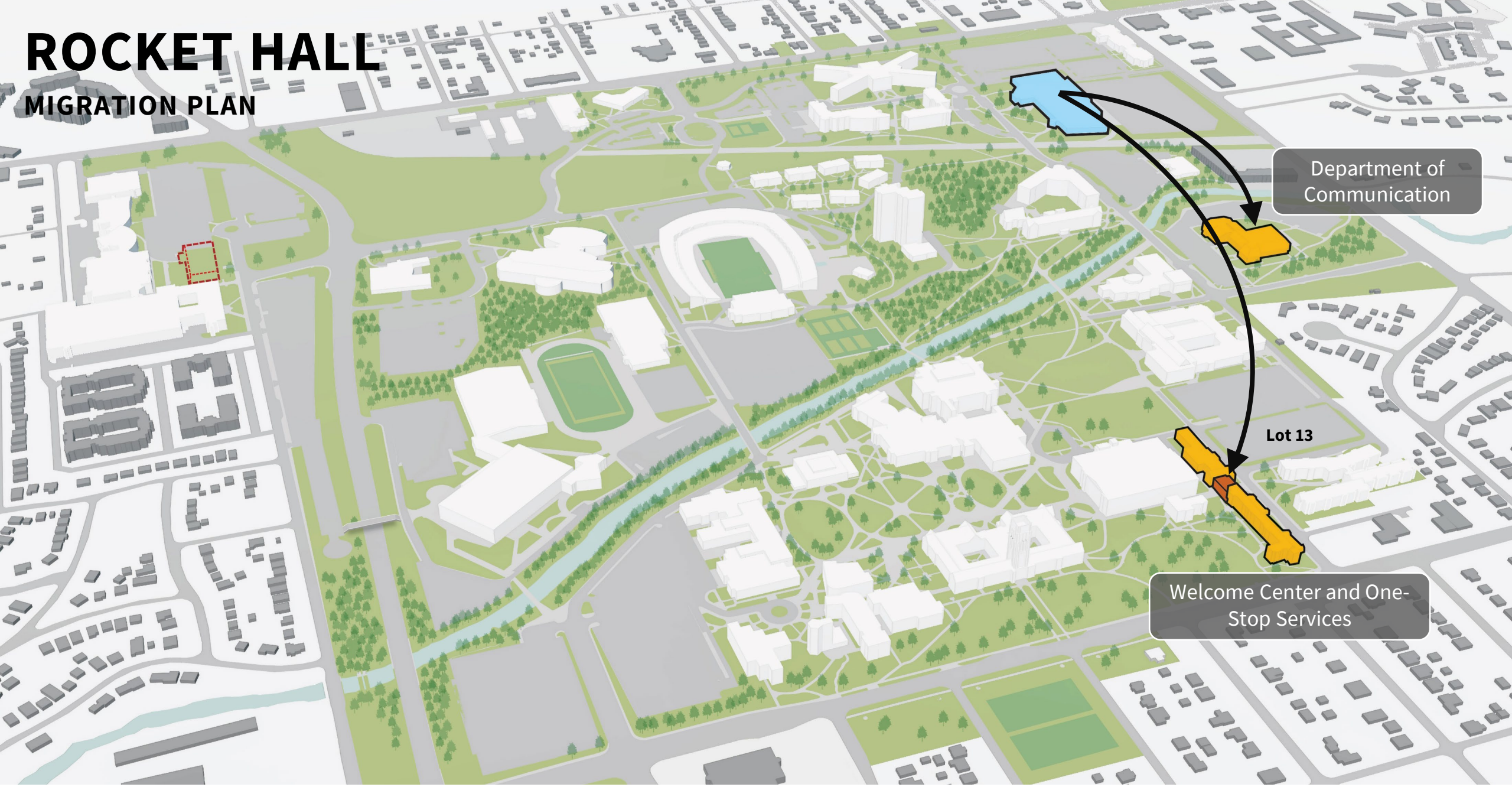


STUDENT UNION RENOVATIONS



ROCKET HALL

MIGRATION PLAN



Department of
Communication

Lot 13

Welcome Center and One-
Stop Services

FRONT DOOR

WELCOME CENTER AND ONE STOP



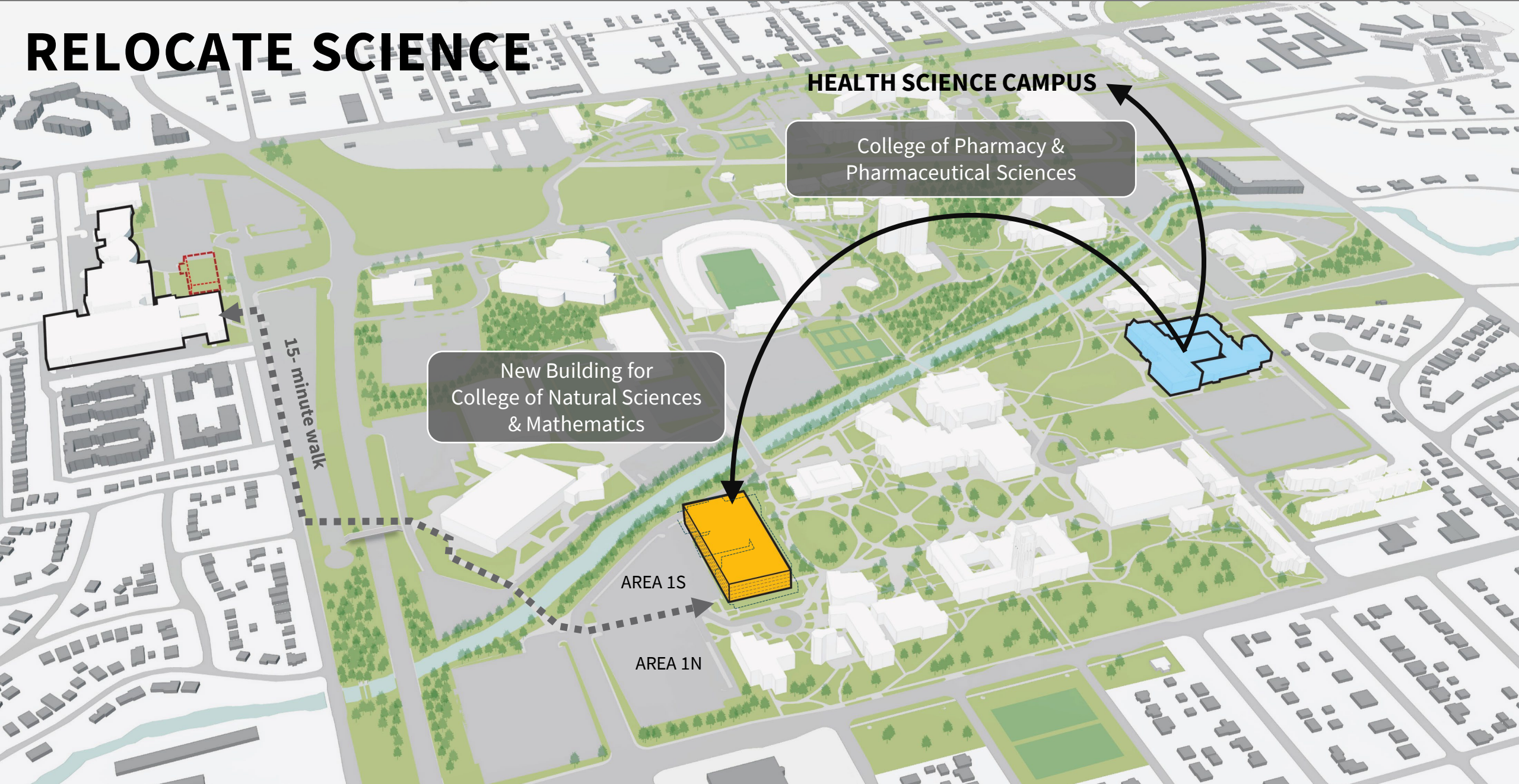
MIGRATE HEALTH AND HUMAN SERVICES

HEALTH SCIENCE CAMPUS

Department of Exercise & Rehabilitation Sciences -
Occupational & Physical Therapy
Speech-Language Pathology Program

HHS Dean's Office
Department of Human Services
Dept of Population Health

RELOCATE SCIENCE



NEW SCIENCE BUILDING

CONCEPT





THE UNIVERSITY OF TOLEDO
MEDICAL CENTER

CAMPUS MASTER PLAN UPDATE 2024

HEALTH SCIENCE CAMPUS

FRAMEWORK

HEALTH SCIENCE CAMPUS

- Clinical Space Study
- Build off success of recently renovated classrooms and teaching labs

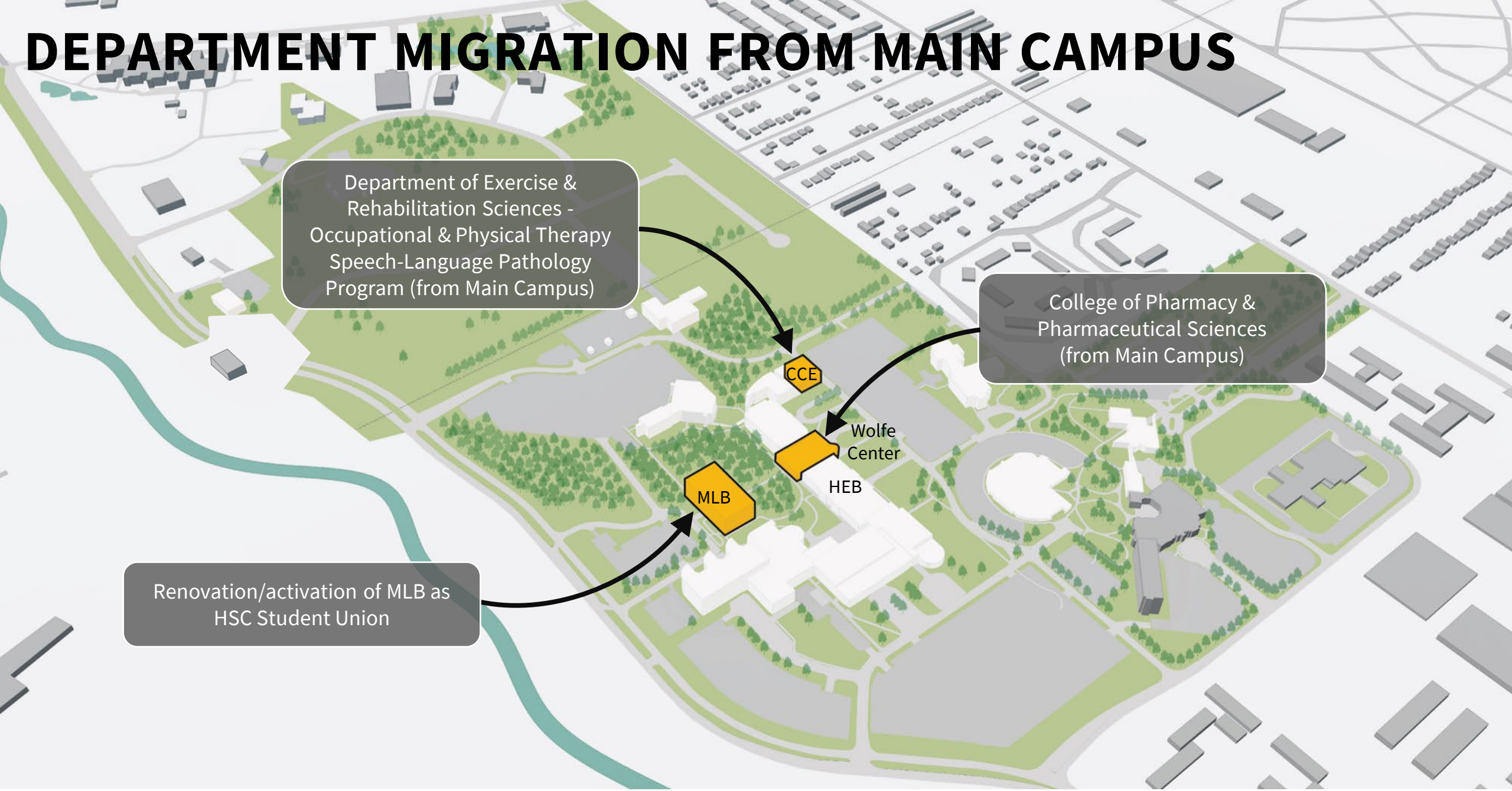


DEPARTMENT MIGRATION FROM MAIN CAMPUS

Department of Exercise & Rehabilitation Sciences - Occupational & Physical Therapy Speech-Language Pathology Program (from Main Campus)

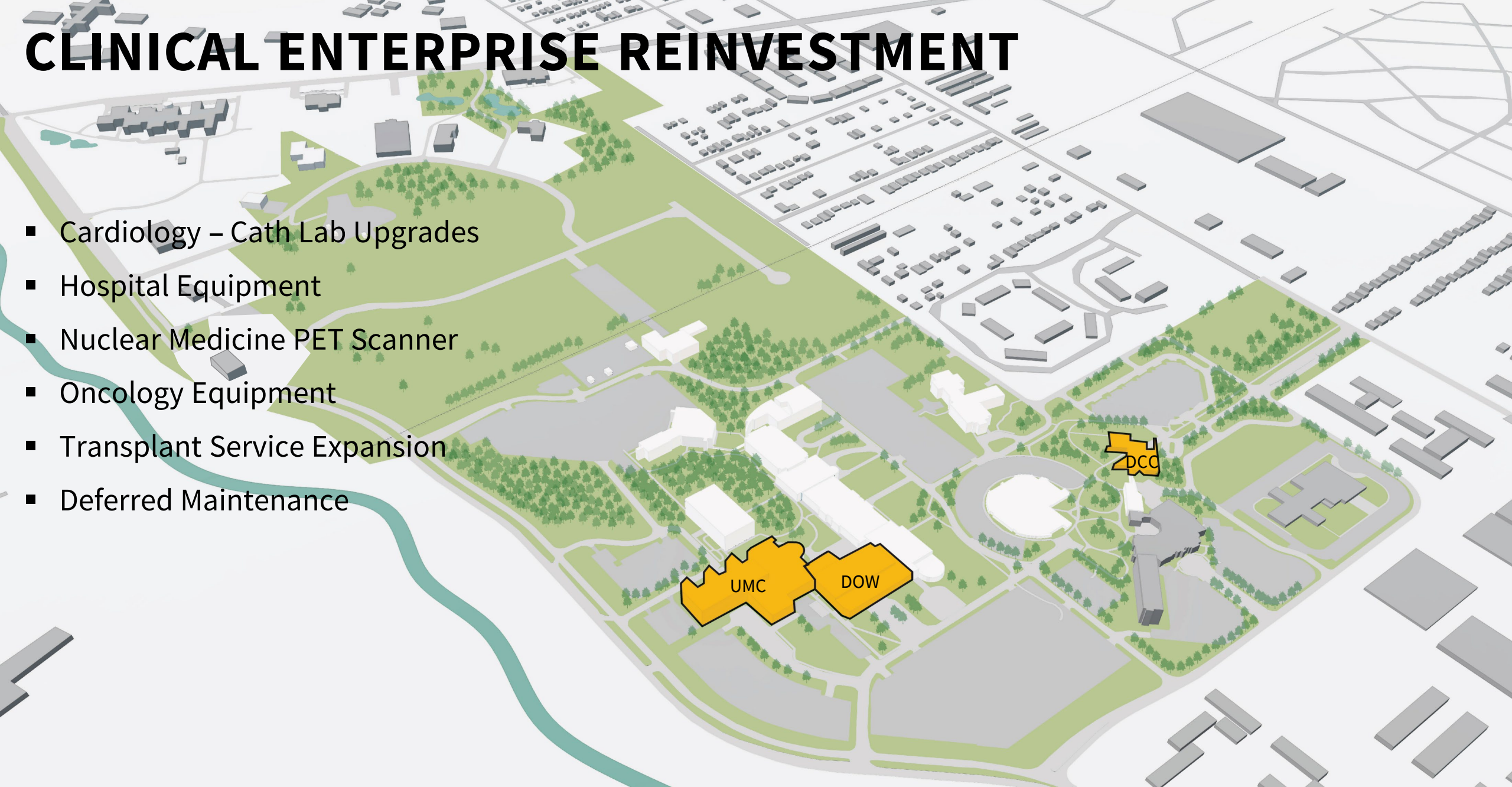
College of Pharmacy & Pharmaceutical Sciences (from Main Campus)

Renovation/activation of MLB as HSC Student Union



CLINICAL ENTERPRISE REINVESTMENT

- Cardiology – Cath Lab Upgrades
- Hospital Equipment
- Nuclear Medicine PET Scanner
- Oncology Equipment
- Transplant Service Expansion
- Deferred Maintenance



CAMPUS MASTER PLAN UPDATE 2024

PLAN IMPLEMENTATION

State of the City of Edinburg
Approved by
Mayor Edinburg
July 15, 2024

PLANNING WITH FINANCIAL REALITIES

ESTIMATED \$300M - \$400M PHASED INVESTMENT OVER 5+ YEARS

- Make strategic incremental moves within the short to mid-term vision.
- Calibrate projects to immediate fiscal constraints.
- Measure and prepare for future global changes.
- Phase projects. Pause implementation when necessary.

JOIN US AS WE BUILD OUR FUTURE!

CAMPUS MASTER PLAN UPDATE 2024

UNIVERSITY OF TOLEDO

