

**Minutes of the Meeting
of the
Oakland University Board of Trustees
December 1, 1994**

Present: Chairman David T. Fischer; Trustees Ann S. Nicholson, Louis R. Ross, Rex E. Schlaybaugh, Jr., and James A. Sharp, Jr. (Trustee Sharp joined the meeting at the time noted in the minutes.)

Absent: Trustees Andrea L. Fischer, David Handleman, and Howard F. Sims

Chairman David T. Fischer called the meeting to order at 3:07 p.m. in the Gold Rooms of the Oakland Center.

President's Report

President Packard reported the following information to the Board:

- A number of delays on the Science and Technology Building have occurred due to an administrative appeal of the second low bidder general contractor for one of the projects in the building. Yesterday, the Building Committee (Subcommittee of the State Administrative Board), upheld the award to the low bidder, Christman Company, and forwarded the item for action at the December 6, 1994, meeting of the State Administrative Board. If approved at that meeting, the contract between Christman and the state will be signed the same day, and construction will commence thereafter. On the same issue, the Joint Capital Outlay Committee of the state legislature, at its last meeting before March 1995, approved the lease to fund the building. The lease has now been passed by the Senate and will be heard by the House next week. This action will save the university between \$200,000 to \$300,000 in lost interest income as a result of not having to pay for the first six months of building construction costs.

The President highlighted the following accomplishments of the College of Arts and Sciences:

- The first graduates of the Bachelor of Arts in Performing Arts program are now making a name for themselves and Oakland University. Angela Maclean is now cast in three plays which are touring the country with a national theatre repertoire company. Also, the number of declared freshmen enrolled in the Department of Music, Theatre, and Dance nearly doubled this fall compared to last fall, and the department has substantially increased in the number of majors. Karen Sheridan, Assistant Professor of Theatre, taught mime at the Ringling Brothers and Barnum and Bailey Clown College during the month of August and

participated in a symposium in Washington, D.C. to develop new curricular guidelines for clown training.

- In the Department of Art and Art History, Bonnie Abiko is serving as Chairperson of the Friends of Asian Art at the Detroit Institute of Arts, and Susan Woods has been selected as Editor of the Classical Society of the American Academy in Rome Newsletter for 1995.
- In the History Department, Geoffrey Wawro received the Austrian Cultural Institute's Prize for the Best Dissertation in Austrian Studies for 1994, which is a research grant for study in Vienna.
- In the areas of Biological Sciences and Chemistry, Virinder Moudgil and Kathleen Moore presented major research findings at the International Congress of Biochemistry in New Delhi, India. Denis Callewaert presented papers on hormonal regulation of immune responses to cancer at the Society for Natural Immunity meeting in Sicily, and another paper on a new assay for oxidative stress at the International Prostaglandin meeting in Florence. John Reddan of Biological Sciences, Michael Sevilla of Chemistry, and Frank Giblin of the Eye Research Institute published a series of papers stemming from their successful efforts to develop chemicals that protect against cataract formation.
- In the Physics Department, Beverley Berger participated in an invited talk at the 7th Marcell Grossman Conference on General Relativity at Stanford. Michael Chopp participated in seven invited talks, including three in Europe, on his research in neuroscience. The Peoples Republic of China has invited him to lecture for two weeks in Hubei Province, Shanghai, and Beijing.
- Andri Slavin gave two invited talks on his research on magnetic films at German universities and a course of lectures at the St. Petersburg, Russia, Electrical Engineering University. Uma Venkateswaran spent two months doing optical studies of Fullerene-related materials in Bangalore, India and she gave four invited talks at major institutions and meetings. Abe Liboff gave nine invited talks, including two in South America, in his research in bioelectromagnetic effects on living systems. Norman Tepley organized and hosted the North American Biomagnetism Action Group Meeting in Detroit and also gave an invited talk at the Brain Research Laboratory, Helsinki University of Technology.

President Packard stated that Oakland continues to grow in stature and reputation due to faculty contributions of this nature. She called on Acting Dean David Downing, of the College of Arts and Sciences, to make a presentation on the college's composition and activities.

Dr. Downing distributed an information packet on the college containing President Packard's highlights, a number of ongoing initiatives, and specific accomplishments of the faculty and students. He made a slide presentation focusing on an overview of the college and selected outreach initiatives.

Trustee James A. Sharp, Jr. joined the meeting at 3:22 p.m.

Chairman Fischer formally welcomed Trustee Louis R. Ross to the Board, noting that he brings a wealth of experience to the university.

Consent Agenda

President Packard presented the following recommendations:

a. Approval of the Minutes of the Meeting of October 6, 1994

b. Approval of the Minutes of the Closed Meeting of October 6, 1994

c. University Personnel Actions

Change of Status

Boelter, Karl, from Associate Professor of Music, to Associate Professor of Music and Chairperson, Department of Music, Theatre, and Dance, effective August 15, 1994, through August 14, 1995

[This action supersedes previous Board action of August 4, 1994, which appointed Mr. Boelter as Department Chairperson for the period August 15, 1994, through August 14, 1997]

Briggs-Bunting, Jane, from Professor of Journalism and Chairperson, Department of Rhetoric, Communication, and Journalism, to Professor of Journalism, Chairperson, Department of Rhetoric, Communication, and Journalism, and Acting Associate Dean, College of Arts and Sciences, effective August 15, 1994, through October 31, 1994

Scherer, Jacqueline R., from Professor of Sociology, to Professor of Sociology and Acting Associate Dean, College of Arts and Sciences, effective August 15, 1994, through August 14, 1995

Sevilla, Michael D., from Professor of Chemistry, to Professor of Chemistry and Acting Associate Dean, College of Arts and Sciences, effective August 15, 1994, through August 14, 1995

Zenas, Carol S., from Associate Professor of Nursing and Acting Dean, School of Nursing, to Associate Professor of Nursing, effective January 3, 1995

Sabbatical Leave (Rescheduled)

Kulwicki, Anahid, Associate Professor of Nursing, sabbatical leave from January 3, 1995, through April 26, 1995 (with full pay)

[This action supersedes Board action of April 7, 1994 which approved a sabbatical leave for Ms. Kulwicki for the period September 1, 1994, through December 17, 1994; this action is taken at the request of School of Nursing Acting Dean Carol S. Zenas]

Leave with no Pay

Tucker, Richard P., Professor of History, leave from January 3, 1995, through April 26, 1995 (with no pay)

Sick Leave

Marney, John, Professor of Chinese, sick leave from September 1, 1994, through September 23, 1994 (with full pay)

Resignation

Ketcham, Patricia T., Assistant Professor of Nursing, effective September 7, 1994

Sakkalis, Panajiotis, Assistant Professor of Mathematical Sciences, effective August 14, 1994

Retirement

Johnson, G. Philip, Professor of Mathematical Sciences, effective October 1, 1994

Reappointments (with tenure) (information only)

As a result of the approval of the 1994-97 Faculty Agreement by the Board of Trustees, the tenure and promotion date for the following assistant professors was changed from August 15, 1995 to August 15, 1994:

Gary C. Barber	Mechanical Engineering
Susan M. Barrett	Theatre
Maria M. Szczesniak Bryant	Chemistry
Nicole B. Bufford-O'Shea	French

Arthur W. Bull	Chemistry
Christopher R. Clason	German
Natalie Bell Cole	English
Robert H. Kushler	Mathematical Sciences
Charles R.C. Marks	Exercise Science
Kieran D. Mathieson	Management Information Systems
Donald O. Mayer	Management
Mary Arshagouni Papazian	English
Cheryl M. Piskulich	Political Science
Renate I. Rohde	Counseling
Peter Shi	Mathematical Sciences
Michael B. Smith	Linguistics

As a result of the approval of the 1994-97 Faculty Agreement by the Board of Trustees, the tenure date for the following associate professors was changed from August 15, 1995 to August 15, 1994:

Susan M. Awbrey	Human Resource Development
Eric J. Follo	Curriculum, Instruction and Leadership

Death (information only)

Marney, John, Professor of Chinese, September 23, 1994

d. Adoption of Academic Calendar for 1996-97

Dr. Gary D. Russi, Vice President for Academic Affairs, submitted the following resolution for Board approval:

RESOLVED, that the Board of Trustees approves the academic calendar for 1996-97 as presented in the agendum.

The following is the 1996-97 Academic Calendar:

Fall, 1996

Registration	Tue, Wed	August 27, 28
Labor Day holiday	Monday	September 2
Classes begin	7:30 a.m., Tue	September 3
Fall Commencement	Sunday	September 8
Thanksgiving Recess Begins	10 p.m., Wed	November 20

Fall, 1996, Cont.

Classes Resume	7:30 a.m., Mon	November 25
Classes End	10 p.m., Mon	December 9
Study Period	Tuesday	December 10
Exams Begin	7:30 a.m., Wed	December 11
Exams End	10 p.m., Tue	December 17

Winter, 1997

Registration	Thursday	January 2
Classes Begin	7:30, a.m., Mon	January 6
Winter Recess Begins	10 p.m., Sat	February 22
Classes Resume	7:30 a.m., Mon	March 3
Classes End	10 p.m., Thur	April 17
Study Day	Friday	April 18
Exams Begin	7:30 a.m., Sat	April 19
Exams End	10 p.m., Fri	April 25

Spring, 1997

Registration	Monday	April 28
Classes begin	7:30 a.m., Tue	April 29
Memorial Day Holiday	Monday	May 26
Spring Commencement	Saturday	June 7
Classes End	10 p.m., Wed	June 18
Final Exams	Thur, Fri	June 19, 20

Summer, 1997

Registration	Monday	June 23
Classes Begin	7:30 a.m., Tue	June 24
Independence Day Holiday	Friday	July 4
Classes Resume	7:30 a.m., Mon	July 7
Classes End	10 p.m., Wed	August 13
Final Exams	Thurs, Fri	August 14, 15

e. Recommendation to Accept Gifts and Grants to Oakland University and the Oakland University Foundation for the Period of August 1 through August 31, 1994

f. Meadow Brook Subdivision Financing Guarantee

Mr. Paul E. Bissonnette, Vice President for Finance and Administration, reported that the university had guaranteed payment on a promissory note for a mortgage in the Meadow Brook Subdivision in the amount of \$65,200.00 for Aase Jackson Klykken Wyatt.

g. Ratification of New Constitution for the School of Nursing

Dr. Russi submitted the following resolution for Board approval:

WHEREAS, the Constitution of the University Senate as authorized by the Board of Trustees provides for certain functions to be assigned to the organized faculties of the Schools and the College of Arts and Sciences; and

WHEREAS, the Board of Trustees has acted to approve internal constitutions in order to obtain the input and recommendations of faculty, staff, and students on matters relating to the programs of the University, but has retained unto itself the full authority granted to it by law; now, therefore, be it

RESOLVED, that notwithstanding any provision of the proposed constitution the Board of Trustees reconfirms its legal authority to grant, modify and rescind internal constitutions when the Board determines such action to be in the interest of the institution or required to comply with its legal obligations; and, be it further

RESOLVED, that the Board of Trustees under the conditions set forth above authorizes the implementation of the new constitution entitled Constitution of the School of Nursing, bearing a date of March 24, 1994, which document is enclosed with the agenda item.

A copy of the new constitution is included with the file copy of these minutes.

Trustee Sharp, seconded by Trustee Louis R. Ross, moved approval of the consent agenda. The motion was unanimously carried.

Presentation of Audited Financial Statements for the Year Ended June 30, 1994

Mr. Bissonnette submitted the following resolution for Board approval:

RESOLVED, that the Board of Trustees accept the following financial statements which were audited by the public accounting firm of Coopers & Lybrand:

1. Oakland University Report on Audit of Consolidated Financial Statements for the years ended June 30, 1994 and 1993.
2. Oakland University Report on Audit of Financial Statements and Supplementary Information for the year ended June 30, 1994.

Trustee Rex E. Schlaybaugh, Jr. asked Mr. James R. Wilbert, Partner, Coopers & Lybrand, if he wished to make any comments on the audits. Mr. Wilbert stated that he was able to give an unqualified opinion on the financial statements at the Finance and Personnel Advisory Committee and that he had no matters to communicate formally to the Board.

Trustee James A. Sharp, Jr., seconded by Trustee Louis R. Ross, moved approval of the consent agenda. The motion was unanimously carried.

National Bank of Detroit Resolution Requirements

Mr. Bissonnette stated that in the summer and fall of 1993, the Investment Advisory Committee selected the National Bank of Detroit to handle both the institution's investment and banking services. The resolution authorizes the university to set up and establish various accounts and to close other accounts. Mr. Bissonnette submitted the following resolution to the Board for approval:

RESOLVED, that the Board of Trustees approves the appended resolution, submitted by National Bank of Detroit - Dearborn, to open and maintain General Payable and Payroll accounts with that bank titled: Certified Copy of Depository Resolutions of the Board of Trustees of Oakland University, a Michigan statutory corporation; and be it further

RESOLVED, that the resolution be approved by legal counsel and be in accordance with the University's affirmative action policy and all other policies of the Board of Trustees; and be it further

RESOLVED, that at such time as the transfer of activities for these accounts to National Bank of Detroit is complete, authorizations are rescinded for the following bank accounts:

Comerica, Inc., account #1195-0000-60

(Actions taken by the Board of Trustees on June 8, 1988 and October 17, 1988.)

First of America Bank - Southeast, Michigan, N.A. (Payroll),
account #803-150.

The administration shall notify the respective banks of the rescission.

The appended resolution names Sandra Packard, President, and Paul E. Bissonnette, Vice President for Finance and Administration, as signatories on these accounts, with the signature of either to be sufficient. The resolution also authorizes the recognition of facsimile signatures.

Trustee Ross, seconded by Trustee Sharp, moved approval of the recommendation. The motion was unanimously carried.

Recommendation for a Student Liaison to the Oakland University Board of Trustees

Dr. Mary Beth Snyder, Vice President for Student Affairs, stated that the initial recommendation for the creation of a student member of the Board of Trustees was submitted to the Board last April by the President of the University Student Congress. In September, the recommendation was reviewed by the University Affairs Advisory Committee, and the committee requested that the administration and students develop a proposal for a student liaison. The proposal was submitted, reviewed, and revised at the November committee meeting, creating two liaison positions instead of one. Dr. Snyder recommended the following resolution to the Board for approval:

WHEREAS, student-related matters are a primary focus of the Board of Trustees; and

WHEREAS, student opinion is a resource for the Board in making decisions on student issues; now, therefore, be it

RESOLVED, that the position of Student Liaison to the Oakland University Board of Trustees be created; and, be it further

RESOLVED, that the Student Board Liaison may:

- a) attend all scheduled open meetings of the Board;
- b) serve for one academic year, beginning either July 1 or September 1;
- c) provide a cross-section of student views and opinions;

- d) make periodic reports regarding Board activities to student groups;
- e) participate in an orientation program; and, be it further

RESOLVED, that the Vice President for Student Affairs will appoint a screening committee comprised of two students (including a University Student Congress representative selected by the Congress), one staff and one faculty member, to recommend at least five names of students to the President (from applications and nominations) for the appointment of two students as Board Liaisons; and, be it further

RESOLVED, that the position of Student Board Liaison shall be open to all Oakland University students who:

- a) are in good academic standing (2.5 g.p.a. or higher), and
- b) have earned a minimum of 56 credit hours, of which 28 are at Oakland University, and
- c) agree not to hold other elected or appointed leadership positions during the period of the student liaison appointment, and
- d) have a record of service to the campus or community, and
- e) have no record of disciplinary action at Oakland or another university.

Trustee Ross stated that a decision was made to appoint two student liaisons in order to allow them to alternate attendance at Board meetings when there are conflicts.

Trustee Sharp, seconded by Trustee Ann S. Nicholson, moved approval of the recommendation. The motion was unanimously carried.

Chairman Fischer thanked Ms. Amy Rickstad and Mr. Michael Simon for their efforts in the development of the proposal. Ms. Rickstad thanked the Board, Dr. Snyder, and Mr. Simon for their valuable assistance in the process. She stated that this is an enormous step towards improving communication between the Board and students.

Oakland University Auburn Hills Scholarship Program

Dr. Russi stated that the City Manager of Auburn Hills reports unsuccessful efforts in awarding all of the Auburn Hills scholarships. The initial stipulation of the scholarship limited opportunities to graduating students of Pontiac Northern, Avondale, and Oakland Christian High Schools. Therefore, the City is suggesting expansion of the number of high schools covered. Mr. Russi submitted the following resolution to the Board for approval:

WHEREAS, Oakland University and the City of Auburn Hills entered into an agreement on April 20, 1992, concerning a scholarship program for Auburn Hills residents; and

WHEREAS, the parties agree that an amendment to the scholarship eligibility criteria would be beneficial to both the City and the University; now, therefore, be it

RESOLVED, that the President is authorized to agree to an amendment in the eligibility criteria of the scholarship program to cover only "qualified current year high school graduates who have resided in the City of Auburn Hills for at least four years," and, be it further

RESOLVED, that the amended eligibility criteria shall be effective for scholarships awarded for the 1995-96 year and subsequent years.

Trustee Rex E. Schlaybaugh, Jr., seconded by Trustee Sharp, moved approval of the recommendation. The motion was unanimously carried.

Affirmative Action Report

Mr. Edward S. Perez, Acting Director, Office of Equal Opportunity, presented the Affirmative Action Report, which had been previously distributed to the Trustees, and highlighted the executive summary of accomplishments, hiring activity, and data analyses. He noted that in 1993-94 faculty hiring activity there were 23 positions filled (14 tenure track and 9 visitors) of which 43.5 percent were women, 8.7 percent were African American, and 17.4 percent were Asian American/Pacific Islanders. This enabled the university to meet four affirmative action goals for women.

During the period of September 1993 to August 1994, of the 28 executives and administrative professionals hired, 64 percent were women, 29 percent African American, and 7 percent were Asian American/Pacific Islanders, resulting in four affirmative action goals being met for women and one affirmative action goal being met for African Americans. Mr. Perez also stated that the 27 hires in the paraprofessional and non-professional job groups reflected a hiring activity of 70 percent women and 26 percent African Americans. Of those, one affirmative action goal was met for African Americans.

At the request of President Packard, Mr. Perez is reviewing the faculty and non-faculty employment processes to identify possible new affirmative action strategies. He is developing diversity plans with search committees for the interview process. Mr. Perez noted that his efforts will coincide with those of the process redesign team.

Risk Sharing Facility Annual Financial Report (MUSIC) & Risk Management Report

Ms. Catherine R. Lark, Director of Risk Management and Contracting, reported that Oakland University has had another very fine year with MUSIC. Oakland's underwriting profits and investment income are approximately \$1.6 million. Oakland's comprehensive general liability and the umbrella coverages had a 24 percent premium reduction, while errors and omissions (E&O) insurance, including E&O excess, had an 18 percent reduction.

Ms. Lark contributed the reductions to a very good claims history and solid relationship with the general liability excess carrier.

Last year the twelve universities under MUSIC entered into a two-year program to consistently appraise covered property. Buildings in excess of \$10 million were appraised. The appraisal firm increased the values of the seven buildings appraised at Oakland, which in addition to the values associated with the planned construction of the Science and Engineering Building, increased Oakland's property insurance costs by 9 percent, despite the fact that, due to property insurance competition from the Midwest Higher Education Commission, MUSIC's property carrier reduced its overall premium.

There were modest cost reductions for the automobile coverages, while the non-owned aircraft renewal premium was increased by 10 percent due to conditions of the market rather than claims experience of MUSIC.

Oakland's excess workers' compensation rate remained flat over last year's program.

MUSIC's 9.1 percent administrative expense rate continues to be below that of other Michigan pools and commercial insurance companies.

Oakland University maintains a reserve fund to meet its retention, or deductible, responsibilities in the general liability, errors and omissions, and property programs. Due to its excellent claims history, Oakland released about \$98,000 from this fund for the year ending June 30, 1994, of which \$47,000 was returned to the auxiliary functions.

Loss control remains a critical component of MUSIC's success. MUSIC is sponsoring a series of seminars dealing with employment practices tailored to each member university. Miller, Canfield, Paddock and Stone, MUSIC's corporate counsel, is presenting these seminars. Oakland is scheduled to host its seminar in March 1995.

Chairman Fischer inquired if there was a percentage premium decrease for the entire MUSIC program, and Ms. Lark responded that, since the premiums vary for each program, she would have to calculate that figure for him.

Trustee Ross inquired if Oakland is required to carry the non-owned aircraft coverage, and Ms. Lark stated that it was a recommendation from the MUSIC Board. Oakland has coverage in the excess layers, but does not in the self-insured portion. The coverage is primarily contingent liability such as for charters or non-owned aircraft that may be flown by university employees. Trustee Ross stated that normally that coverage is provided by the aircraft carrier and questioned the need to have the coverage.

Chairman Fischer requested that Ms. Lark report with a clarification on the need for the coverage to the Finance and Personnel Advisory Committee and forward a copy of the report to the Board members.

Mr. Bissonnette noted that campuses usually carry this type of coverage because they may have employees with pilot's licenses who fly institutional representatives to various meetings at less expense than a commercial carrier.

Trustee Ross questioned why the university has no policy prohibiting employees from flying on their own, given the risks involved. The President responded that the administration would review the issue and report the results to the Finance and Personnel Advisory Committee.

Addendum to 1995-96 Budget Request for 1996-97 Capital Outlay Projects

Mr. Bissonnette stated that a Budget Letter from the DMB was received on November 21, 1994, requesting immediate submission of Capital Outlay Budget Requests for fiscal year 1997, and allowing institutions to take Board action after submission of the documents. The following three items, which were previously reviewed by the Board in a list of priority deferred maintenance projects, were submitted to the DMB:

1.	Facility Modifications to Comply with Americans with Disabilities Act (ADA) Requirements	\$1,000,000
2.	General Classroom/School of Business Administration Building: Year 1 Planning Request (\$18,944,400 total request)	\$ 264,700
3.	Upgrade of Campus-Wide Fire Alarm System	<u>\$1,000,000</u>
	Total 1996-97	<u>\$2,264,700</u>

Mr. Bissonnette noted that with the Board's consent, the resolution will be forwarded to the state. Mr. Bissonnette submitted the following resolution to the Board for approval:

RESOLVED, that the Board of Trustees approve the 1996-97 Capital Outlay Request, as presented with the recommendation, to the State of Michigan, Department of Management and Budget.

Trustee Sharp inquired about the status of the "brightway path" campus lighting project. President Packard stated that the initial brightway path and emergency phone plan has been completed. However, as new facilities are built, additional work will be needed. Trustee Sharp requested a report for the next meeting on the project and its adequacy.

Trustee Sharp, seconded by Trustee Schlaybaugh, moved approval of the recommendation. The motion was unanimously carried.

There was a discussion regarding the status of the recreational center project. Mr. Bissonnette informed the Board that the university is going to execute an agreement to have soil surveys performed soon. The university is also having studies done on parking and circulation. President Packard added that a committee is being formed, under Dr. Snyder's direction, comprised of individuals who will be utilizing the facility, to determine specifically what needs to go in the building.

Trustee Schlaybaugh requested that the consultant chosen for the parking and circulation surveys meet with the Finance and Personnel Advisory Committee, time permitting. He stated that it is of utmost importance that all consultants understand that the Lepley Center site is the announced preference of the Board and that measures should be taken to make the Lepley site work, if possible.

Advancement of Attorney Fees for Dr. Fay M. Hansen-Smith

Ms. Susan Gerrits, Acting General Counsel, stated that Dr. Fay M. Hansen-Smith has been named as a defendant in a lawsuit concerning statements that she made in her role as a university employee. The request is that the Board approve the authorization of attorneys' fees for her defense subject to certain conditions. If the facts ultimately demonstrate in the Board's sole discretion that Dr. Hansen-Smith was not entitled to advancement of attorneys' fees pursuant to the Board policy on defense and indemnification of employees, then the Board has the option of ceasing the advancement of attorneys' fees and, in fact, of requesting reimbursement by Dr. Hansen-Smith. Furthermore, this resolution does not address in any way the question of indemnification should that become an issue in the lawsuit, and the Board is specifically reserving judgment on that question. Ms. Gerrits submitted the following resolution to the Board for approval:

WHEREAS, the Board of Trustees of Oakland University adopted the resolution for Defense and Indemnification of Trustees, Officers and Employees, approved on August 14, 1986, and Dr. Fay M. Hansen-Smith has

sought thereunder advancement of attorneys' fees and costs for her legal defense in an action filed in Oakland County Circuit Court by Dr. G. Rasul Chaudhry for libel; and

WHEREAS, Dr. Hansen-Smith has represented that her conduct in issue was done in good faith and in the reasonable belief that she was acting in the scope of her authority as defined in the aforementioned policy and in the interests of the university; and

WHEREAS, the Oakland University Board of Trustees, has determined that it is in the university's interests to safeguard the university community and to learn of potential safety concerns and without necessarily endorsing what was said by Dr. Hansen-Smith or prejudging the merits of the litigation in issue, and relying upon the representations made in the attached letter from Dr. Hansen-Smith; now, therefore, be it

RESOLVED, that the President is authorized to advance attorneys' fees and costs for Dr. Hansen-Smith's legal defense subject to the conditions that follow. If the facts ultimately demonstrate, in the sole judgment and discretion of the Board of Trustees, that Dr. Hansen-Smith was not entitled to advancement of fees and costs under the aforementioned policy, then the President shall not further advance attorney's fees and costs of defense and the President shall seek reimbursement for fees and costs already advanced; and, be it further

RESOLVED, that by advancing fees the Board hereby states affirmatively that it reserves all rights to deny any claims for indemnification regarding this litigation. Further, as each case turns on its own facts, as does this case, this case, as many others, is sui generis and thus the Board's action herein shall not be deemed a precedent under the aforementioned policy.

Trustee Sharp, seconded by Trustee Ross, moved approval of the recommendation. The motion was unanimously carried.

Settlement of Lawsuit Regarding Butler Road Property

Ms. Gerrits stated that under the settlement terms in the lawsuit of Jensam Properties vs. Oakland University and City of Rochester Hills, the university would execute a quit claim deed for the disputed land to the City of Rochester Hills; the university would receive \$150,000 for the land (with those funds being provided by Jensam to the city for payment to the university); and the university would provide a temporary grading easement to the city for construction purposes. In addition, if necessary, to save certain existing trees north of

the property, Jensam would construct retaining walls consistent with retaining walls on Jensam property. The parties have reached a preliminary agreement to resolve this matter subject to Board approval. Ms. Gerrits submitted the following resolution to the Board for approval:

WHEREAS, a lawsuit concerning land lying on the north side of Butler Road is now pending involving Jensam Properties, the Board of Control of Oakland University, and the City of Rochester Hills; and

WHEREAS, the parties wish to resolve this matter through a voluntary transfer of property in exchange for consideration; now, therefore, be it

RESOLVED, that the President or the Vice President for Finance and Administration is authorized to settle the lawsuit by executing a quit claim deed, covering the property at issue, to the City of Rochester Hills and by executing a temporary grading easement for road construction of the Rochester Hills portion of Butler Road; in return for the sum of \$150,000, a commitment of Jensam Properties to provide certain landscaping, and Jensam's dismissal of the lawsuit with prejudice; and, be it further

RESOLVED, that all documents shall be subject to the review and approval of the University's Acting General Counsel.

Trustee Sharp, seconded by Trustee Ross, moved approval of the recommendation. The motion was unanimously carried.

Authority to Appoint Director of Governmental and Public Relations

President Packard stated that, since the next Board meeting is in February, this recommendation authorizes the President to hire a new Director of Governmental and Public Relations prior to the heavy higher education lobbying season. She noted that the appointment would be subject to consultation with Chairman Fischer and the Finance and Personnel Advisory Committee. President Packard submitted the following resolution to the Board for approval:

RESOLVED, that the President is authorized to employ a Director for Governmental and Public Relations, on a yearly contract, renewable, at a salary consistent with the salary range for similarly situated University employees and as approved by the Chairman of the Board of Trustees, with benefits generally equivalent to those accorded the administrative professional group, and with the employment commencement date to be as agreed by the parties.

Trustee Nicholson, seconded by Trustee Sharp, moved approval of the recommendation.

There was a discussion about the February Board action dropping the "Vice President" portion of the title. President Packard stated that if the title becomes an issue of negotiations, she will submit the matter to the Board for its consideration.

The motion was unanimously carried.

Other Items that May Come Before the Board

There were no other items presented to the Board.

Trustee Sharp, seconded by Trustee Ross, moved to adjourn the meeting. The motion was unanimously carried.

The meeting adjourned at 4:15 p.m.

Submitted,



Rhonda G. Saunders
Administrative Assistant
Board of Trustees

Approved,



David T. Fischer
Chairman
Board of Trustees