Minutes of the Meeting
of the
Board of Trustees
June 20, 1984

The meeting was called to order at 7:40 p.m. in Lounge II of the Oakland Center by Chairman Ken Morris.

Present: Trustees Patricia B. Hartmann, Richard Headlee, Alex Mair, Ken Morris, Arthur Saltzman, and Howard Sims

Absent: Trustees David Handleman and Wallace Riley

Chairman Ken Morris announced two agenda changes:

Item 8, a presentation by the Forensic Team, is changed to item 3.

Item 9, a report by Trustee Arthur Saltzman on the activities of the Michigan Association of Governing Boards, is deferred until another meeting.

Ratification of Agenda Items Approved at the May 16, 1984, Board Meeting

On May 16, 1984, a meeting of the Board of Trustees was conducted in the absence of a quorum. Under the resolution adopted by the Board on January 22, 1975, the meeting was designated as an "Informal Meeting of the Board of Trustees in the Absence of a Quorum". The President is authorized by the January 22, 1975, resolution of the Board to act upon the items approved at such an informal meeting, but with the requirement that ratification occur at the next regularly scheduled Board of Trustees meeting at which a quorum is present.

The following agenda items were adopted, subject to ratification, at the May 16, 1984, meeting under the Board resolution governing action in the absence of a quorum. These items are recommended for ratification:

1. Approval of minutes of March 29, 1984
   Approval of minutes of April 21, 1984

2a. Acceptance of gifts and grants report of April 18, 1984

b. Acceptance of gifts and grants report of May 16, 1984

3. Acceptance of the May 16, 1984, Report of Security Transactions for Oakland University Foundation

4. Approval of Interim Budget for 1984/85

5. Acceptance of Alumni Association Report

6a. Approval of faculty personnel actions

b. Appointment of Dean of the School of Engineering and Computer Science

7. Approval of recommendation to recognize 25 year employees

8. Approval of the establishment of a Center for International Programs

9. Approval of the continuation of graduate teaching associates in Mathematical Sciences

10. Approval of the Satisfactory Academic Progress Policy for Purposes of Financial Aid

11. Approval of proposal to increase the orientation fee

Mr. Headlee moved ratification of the May 16 agenda items. Mr. Saltzman seconded the motion which was voted on and approved by all of the Trustees present.

<u>Approval of Minutes of May 16, 1984</u>

Mr. Sims moved approval of the May 16 minutes. Mr. Headlee seconded the motion which was voted on and approved by all of the Trustees present.

<u>Presentation by the Oakland University Forensic Team</u>

Chairman Ken Morris asked Mr. Keith Kleckner, Senior Vice President for University Affairs and Provost, to introduce the Forensic Team.

Mr. Kleckner stated that Oakland University has had a forensic team for several years which has been extremely successful and has achieved national recognition. Mr. Kleckner asked Professor Donald E. Morse, Chairman of the Rhetoric Department, to introduce the team.

Professor Morse expressed his pleasure to again bring the forensic team to the Board of Trustees meeting. He stated that the term "forensic" has to do with various forms of speaking, and that forensic speaking is a nationally competitive "sport". Oakland University's team began as a club and, after only a few years, was accomplished enough to enter national competition. In 1982 the team was 27th in the nation in a field of over 100 universities and colleges. In 1983 Oakland's team finished in 17th place in the nation, and this year the team returned from the national competition with a tenth place trophy. This feat was accomplished with only nine students who had a total of 29 speaking entries. To appreciate this accomplishment, it should be explained that Eastern Michigan University had 129 entries and the school that won first place had 120 entries. Professor Morse also stated that all of this effort is being done on a "shoestring" budget and expressed thanks to Provost Keith R. Kleckner who financed the students' and coaches' trip to Atlanta for the national competition this year.

Professor Morse then introduced Ms. Karen Seelhoff who is the team's part-time coach and serves as a consultant to the team and to various corporations.

Ms. Seelhoff stated that she had hoped to bring all the members of the forensic team to the Board meeting, but that it was not possible since many were working. She introduced team members Mr. Tom Zizka, Mr. Mike Connell, Mr. Russell Burden and Mr. Bob McClory. Ms. Seelhoff also introduced the team's two volunteer coaches, Kathy and John Rhadigan. She stated that an impromptu speech based on a quotation was planned for presentation to the Board and asked that a Board member suggest a quotation.

Mr. Arthur Saltzman suggested, "Hell hath no fury like a woman scorned".

Mr. Morse stated that Mr. McClory would speak on the quotation after a few minutes of preparation. He informed the Board that Oakland's team came in first in the state this year, breaking a 20 year old tradition of first place being captured by Eastern Michigan University.

Chairman Ken Morris took this opportunity to formally acknowledge that a quorum of the Board was present and to introduce the members in attendance.

At this point, Mr. Bob McClory stated that he was prepared to speak. He gave an impromptu speech for seven minutes on the quotation suggested by Mr. Saltzman. The Board complimented Mr. McClory on the quality of his presentation.

Ms. Seelhoff displayed the tenth place trophy to the audience and thanked the Board for the opportunity to demonstrate the talents of the forensic team and to report on its accomplishments. She also informed the Board that Mr. Connell and another team member took fifth place in the dramatic duo category in national competition. She again thanked the Board for the opportunity to appear and expressed hope that the forensic team will do even better next year.

Chairman Morris stated that the Board was proud of the accomplishments of the forensic team both present and past, and commended the team, its coaches and Mr. McClory.

President Joseph Champagne added that Mr. McClory is also president of the student body.

Approval of Meeting Dates of Board of Trustees for 1984/85 Fiscal Year

Mr. John De Carlo, Secretary to the Board of Trustees, stated that a list of Board meeting dates was recommended at the May 16 Board meeting. He asked for any discussion on the proposed dates. There being none, he read the recommendation as follows:

> It is recommended that the Board of Trustees approve the following dates for the regular Board meetings for the University fiscal year 1984-85 to be held at 7:30 p.m. in the Oakland Center, Oakland University, Rochester, Michigan:
>
> Wednesday, July 18, 1984
> Wednesday, August 15, 1984
> Wednesday, September 19, 1984
> Wednesday, October 17, 1984
> Wednesday, November 21, 1984
> Wednesday, December 19, 1984
> Wednesday, January 16, 1985
> Wednesday, February 20, 1985
> Wednesday, March 20, 1985
> Wednesday, April 17, 1985
> Wednesday, May 15, 1985
> Wednesday, June 19, 1985

Mr. Headlee moved to approve the recommended meeting dates. Mrs. Hartmann seconded the motion which was voted on and passed by all of the Trustees present.

Acceptance of Gifts and Grants Report of June 20, 1984

Mr. Robert Swanson, Vice President for Developmental Affairs, directed the Board's attention to the gifts made in support of the 1984 Gehringer-Kaline Golf Invitational totaling $25,150. This is the eighth year of the tournament. The event raises more funds each year and continues to grow in prestige. This is the first year that invitations were restricted to those persons who have previously participated.

The Board's attention was also invited to the gifts totaling $21,945 in support of the Meadow Brook Music Festival and Meadow Brook Theatre. Mr. Swanson expressed his hope that all members of the Board of Trustees would be able to attend the opening night of the Meadow Brook Music Festival scheduled for Thursday, June 21.

Mr. Swanson also pointed out the gift of $100 from a UAW local in support of the Ken Morris Labor Studies Center. He informed the Board that his office recieved on this day a check for $15,000 from the office of Mr. Owen Bieber, President of UAW International. The gift replaced a like amount which was returned to the union due to a procedural error in the granting of the original gift by a local union. This gift will appear on the gifts and grants list presented at the next Board of Trustees meeting.

The Board's attention was also drawn to the $20,000 gift from the William T. Morris Foundation in support of the William T. Morris Foundation Scholarship Fund. This significant gift has been made for the past several years through the effort of Mr. Ronald Kevern, Assistant Vice President for Student Affairs.

Mr. Swanson specifically noted the Handleman Company gift of $10,000 to establish the Meadow Brook Cultural Endowment Fund. This is the second gift from Trustee David Handleman's company to this fund. The gratitude and appreciation of the University was expressed by Mr. Swanson.

Mr. Swanson stated that since the first of this year, 52 new members have been added to the President's Club.

Mr. Kleckner informed the Board that this was a light month for grants, but noted the $30,000 grant from the Skillman Foundation to the Continuum Center, the $57,640 grant from the National Institutes of Health, and the $47,500 grant from the U.S. Office of Naval Research to the Chemistry Department.

Mr. Morris moved to accept the gifts and grants totaling $321,250.53 with appreciation and thanks. The motion was seconded by Mr. Mair, voted on, and passed by all of the Trustees present.

President Joseph Champagne asked Mr. Swanson for the current total membership in the President's Club.

Mr. Swanson stated that there are 648 members at this time.

Approval of Resolution Honoring Community Volunteers

Mr. Jerry Dahlmann, Assistant to the President for University Relations, expressed his pleasure at bringing a resolution before the Board honoring volunteers. There are over 1,500 community volunteers who give many hours of service to the University. Most of these volunteers are not alumni; they are citizens of the area who realize the importance of the educational, cultural and economic enrichment programs provided by Oakland University. Mr. Dahlmann cited the following groups as providing exceptional service and substantial sums of money to the University.

Friends of Kresge Library

Meadow Brook Art Gallery Associates

Meadow Brook Music Festival and Theatre Executive Committee

Meadow Brook Music Festival Women's Committee

Meadow Brook Hall Guild and Squires

Rochester Festival Committee

Meadow Brook Theatre Guild

Oakland University Scholarship Committee of Macomb County

Mr. Dahlmann asked for approval of the following resolution:

Whereas, Oakland University will observe its 25th anniversary this year; and

Whereas, Oakland University is proud of its achievement in providing quality education programs and public service to the State of Michigan; and

Whereas, Oakland University recognizes that its success and maturity have been accomplished in large part by the countless hours of dedicated service from community volunteers and wishes to express and record in the permanent records of the University its deep-felt gratitude for the volunteers' tireless efforts and utmost devotion to the University; now therefore, be it

RESOLVED, That the Board of Trustees hereby expresses its deep-felt gratitude to all of the Oakland University Community Volunteers who have served this institution for their outstanding services; and be it further

RESOLVED, That the Board of Trustees recognizes that the University could not have attained its present stature without the services of all of the Community Volunteers; and be it further

RESOLVED, That in recognition of these outstanding services, the period from September 30 to October 7, 1984 shall be declared as Oakland University Community Volunteer's Week; and be it further

RESOLVED, That the Community Volunteers serving the University shall be informed about the 25th anniversary festivities so that they may join with the University in celebrating this occasion; and be it further

RESOLVED, That this resolution shall be recorded in the minutes of the Board of Trustees of Oakland University as a lasting tribute to the Oakland University Community Volunteers.

Mr. Headlee moved the resolution be approved. Mr. Sims seconded the motion which was voted on and passed by all of the Trustees present.

Approval of Faculty Personnel Actions

Mr. Kleckner called the Board's attention to the change of status and leave of absence for Professor Howard Witt. Professor Witt has served as Associate Dean and Interim Dean for the School of Engineering and Computer Science since 1969. He has asked to "step down" from the position of Interim Dean now that a Dean of the School of Engineering and Computer Science has been appointed. He wishes to return to the faculty. Professor Witt has never had a leave and approval of his request is recommended at this time.

Mr. Kleckner requested approval of the following faculty personnel actions:

Appointments

Dworkin, Howard J., Clinical Professor of Medical Physics, effective August 15, 1984, through August 14, 1986

Gallagher, Rita M., Instructor in Nursing, effective August 15, 1984

Horwitz, Norman H., Clinical Associate Professor of Medical Physics, effective August 15, 1984, through August 14, 1986

Hotelling, Harold, Assistant Professor of Economics, effective August 15, 1984

Jones, SerVonia I., Instructor in Nursing, effective August 15, 1984

Kanost, Richard F., Assistant Professor of Political Science, effective August 15, 1984

Miller, Lauri K., Instructor in Nursing, effective August 15, 1984

Pesselnick, Dahlia, Adjunct Instructor in Nursing, effective August 15, 1984, through August 14, 1986

Portnoy, Harold D., Clinical Professor of Medical Physics, effective August 15, 1984 through August 14, 1986

Salomon, Kristine S., Assistant Professor, University Library, effective August 15, 1985

Weiss, Philip, Adjunct Professor of Chemistry, effective August 15, 1984, through August 14, 1986

Wilkerson, Sharon A., Adjunct Assistant Professor of Nursing, effective August 15, 1984, through August 14, 1986

Change of Status

Witt, Howard R., from Professor of Engineering, Associate Dean, School of Engineering and Computer Science, and Interim Dean, School of Engineering and Computer Science to Professor of Engineering and Associate Dean, School of Engineering and Computer Science, effective July 1, 1984

Leave of Absence

Barron, Richard F., Associate Professor of Education, sabbatical leave from August 28, 1984, through December 15, 1984 (with full pay)

Gregory, Karl D., Professor of Economics and Management, sabbatical leave from January 2, 1985, through April 20, 1985 (with full pay)

Izraeli, Oded, Associate Professor of Economics, sabbatical leave from August 28, 1984, through April 20, 1985 (with half pay)

Payne, Robert G., Associate Professor of Education, sabbatical leave from August 28, 1984, through December 15, 1984 (with full pay)

Scherer, Jacqueline R., Professor of Sociology, sabbatical leave from August 28, 1984, through December 15, 1984 (with full pay)

Subramaniam, Taruvia N., Assistant Professor of Mathematical Sciences, leave August 28, 1984, through April 20, 1985 (with no pay)

Witt, Howard R., Professor of Engineering, Associate Dean, School of Engineering and Computer Science, and Interim Dean, School of Engineering and Computer Science, administrative leave from July 1, 1984, through December 31, 1984 (with full pay)

Leave of Absence Request Withdrawn (Information Item)

Dawson, James E., Associate Professor of Music, has withdrawn his request for a leave from August 28, 1984, through April 20, 1985 (with no pay)

Resignation (Information Item)

Bator, Paul G., Assistant Professor of Rhetoric, effective August 14, 1984

Mrs. Hartmann moved to approve the faculty personnel changes as presented. Mr. Mair seconded the motion which was voted on and passed by all of the Trustees present.

Recommendation for Approval of Degree Candidates

Mr. Kleckner thanked the Trustees who attended commencement exercises on June 3, 1984, and stated that their official approval is now required on the candidates. He noted that the list was not available prior to the date of commencement due to the need to check records to assure compliance with University requirements. (A copy of the list of degree candidates is on file in the Office of the Board of Trustees.)

Mrs. Hartmann moved that the Board approve the recommendation as presented. Mr. Headlee seconded the motion which was voted on and approved by all of the Trustees present.

President's Report

President Champagne stated that he had no report to make this evening.

Approval of Recommendation for President Joseph E. Champagne's Compensation Package

Mr. Alex Mair stated that the Board Personnel Policy Committee has been reviewing the President's compensation program for many months. Mr. Mair said that President Champagne ranks ninth in total compensation for the 13 four-year college and university presidents. It is believed that Oakland University's size, the complexity of its programs and the outstanding performance of President Champagne justify his being compensated at a higher level. Part of the reason for the low ranking is that he is not provided with an adequate deferred compensation plan, which eight of the other schools have for their presidents. To rectify this situation, the following recommendation is proposed:

> The Board of Trustees of Oakland University resolves and intends to provide deferred compensation to President Joseph E. Champagne conditioned upon his continued service and in recognition of the benefit which Oakland University expects to derive from his continued leadership. This resolution is not intended to establish a contract, trust, vested right, encumbrance, or other legal obligation which is binding upon Oakland University, nor is it intended to establish any representation, expectation or contract for continued employment. The purpose of the resolution is to record the intention of the Board of Trustees to implement in the future the following plan for deferred compensation:

Deferred Compensation Plan

1. Qualification For Benefits

In the event that Joseph E. Champagne completes a total of five years of service as President of Oakland University, he and his spouse and children shall be qualified to receive the benefits set forth in this plan.

2. Benefits

The benefits under this plan shall consist of deferred compensation at the rate of $15,000 per year, payable in monthly installments of $1,250 to the beneficiary qualified to receive the benefit on the last day of each month of the benefit period. For each year of service after five years an additional $3,000 shall be added to the annual benefits, which are not to exceed $30,000 per year.

3. Benefit Period

The benefits under this plan shall commence when Joseph E. Champagne attains age 65 or upon his death, whichever is earlier, and shall continue (a) for fifteen years, or (b) until such time as Joseph E. Champagne and his surviving spouse have died and their children have all attained age 25.

4. Benefits to Joseph E. Champagne

Joseph E. Champagne shall receive the benefits payable under this plan from the time he attains age 65 until he attains age 80 or until his death, whichever is earlier.

5. Contingent Benefits to Surviving Spouse

In the event of the death of Joseph E. Champagne during the benefit period leaving a spouse surviving, his spouse shall receive such benefits until the expiration of the benefit period or until her death, whichever is earlier.

6. Contingent Benefits to Children

In the event of the deaths of both Joseph E. Champagne and his spouse during the benefit period leaving children under age 25 surviving, the benefits shall be paid to or for the use of such children as may be designated in writing to the university by Joseph E. Champagne, or his spouse, whichever is the survivor in the event of death of him or his spouse.

7. Funding

Oakland University shall be under no obligation to establish a fund for payment of benefits under this plan. If it elects to fund the plan through an insurance contract or otherwise, Joseph E. Champagne and his spouse and children shall have no claim to any such fund, which shall be the sole property of Oakland University, and shall have no vested rights to the benefits provided hereunder unless and until they are approved for payment by Oakland University.

8. Tax Consequences

The adoption of this resolution is not intended to create any vested right or to result in the realization of any taxable income unless and until the plan is implemented by making payments pursuant to this plan. If and when such payments are made, it is intended that they would be taxable compensation for services performed by Joseph E. Champagne for Oakland University.

The Board of Trustees also wishes to supplement President Champagne's retirement contract and recommends the adoption of the following resolution:

RESOLVED, That the University contribution to President Champagne's TIAA/CREF retirement contract be increased from 15% to 20% effective with the 1984 calendar year.

Mr. Morris stated that this proposal has been under study and consideration for more than a year. This action, relating to the President's 1983-84 non-salary compensation program, has been proposed by the Personnel Committee at the request of the Board at its June, 1983 meeting and reviewed for fiscal issues by the Audit and Finance Committee. Mr. Morris expressed his belief that this was the opportune time to act on the recommendation presented.

Mr. Mair moved to approve the recommendation and Mrs. Hartmann seconded the motion. All of the Trustees present voted to approve.

<u>Recommendation to Conduct a Closed Meeting of the Board of Trustees under the Open Meetings Act</u>

Mr. John De Carlo, Secretary to the Board of Trustees, read the following recommendation:

> The administration recommends that the Board vote to meet in a closed session for the following purposes:
>
> 1. For a strategy and negotiation session connected with the negotiation of a collective bargaining agreement.
>
> 2. To consult with its attorney regarding trial or settlement strategy and to consider the opinion of legal counsel, which matters are exempt from disclosure by State Law.
>
> Section 8, subsections (c) (for strategy and negotiations in connection with a collective bargaining agreement), (e) (to consult with the Board's attorney regarding trial or settlement strategy in connection with specific pending litigation) and (h) (to consider the confidential legal opinion of legal counsel which is material exempt from disclosure) of the Open Meetings Act permits closed sessions for these purposes. A two-thirds roll call vote of the full Board (an affirmative vote by six members) is required for item 2 above. A majority vote of the Board is required for item 1.

Roll Call:

- David Handleman (absent)
- Patricia Hartmann (approve)
- Richard Headlee (approve)

-	Alex Mair	(approve)
-	Ken Morris	(approve)
-	Wallace Riley	(absent)
-	Arthur Saltzman	(approve)
-	Howard Sims	(approve)

All six members of the Board of Trustees present at this meeting approved the motion to enter a closed session and to reconvene afterward in open session.

All of the Board members present retired to closed session at 8:20 p.m. The Trustees reconvened in open session at 9:30 p.m. with the following members of the Board present:

Patricia Hartmann
Richard Headlee
Alex Mair
Ken Morris
Arthur Saltzman
Howard Sims

Settlement of Faculty Arbitration Matter

Chairman Ken Morris stated that a grievance was filed by the Oakland Chapter, American Association of University Professors and by Ms. Elizabeth Pinkstaff in August, 1983, regarding the Board's determination in July, 1983, not to reappoint Ms. Pinkstaff to another two-year employment term. The grievance was not resolved through the internal contract procedures and the parties appeared before an arbitrator on May 10 and 11, 1984. On May 11 an agreement to settle was reached, subject to the approval of this Board. (A copy of the settlement agreement is filed in the Office of the Provost and the Office of the Board of Trustees.)

The following recommendation was presented to the Board of Trustees:

> RESOLVED, That the settlement agreement of May 11, 1984, among Oakland University; the Oakland Chapter, American Association of University Professors; and Ms. Elizabeth Pinkstaff be approved.

Mr. Headlee moved for adoption of the resolution which was seconded by Mr. Saltzman. The recommendation was approved by all of the Trustees present.

Conclusion of Oakland County Circuit Court Case (Kelley v Oakland University, et al)

Chairman Ken Morris stated that a formal decision by the Board of Trustees is required in order to conclude the Open Meetings Act case of Kelley v Oakland University, et al which arose out of the presidential search process resulting in the appointment of President Joseph E. Champagne.

Chairman Morris stated that there was considerable discussion regarding the legal implications of Judge Alice Gilbert's decision in the subject case. In reviewing the opinion of legal counsel, it was determined that there are "certain interpretations being made by the court on this law" that may warrant some further consideration by the Board. The Board "may wish to seek a legislative amendment to clarify the Act in order to permit public bodies to operate more effectively".

Chairman Morris presented the following resolution for adoption:

> WHEREAS, The Board of Trustees acknowledges that acceptable guidelines for the interpretation of the Open Meetings Act have been established in the course of pending litigation, and that a final order setting forth those guidelines has been proposed for entry, it is therefore
>
> RESOLVED, That legal counsel for Oakland University is authorized and directed to approve the aforesaid order for entry in Oakland County Circuit Court case number 80-214190-AZ.

Mr. Headlee moved the adoption of this resolution which was seconded by Mrs. Hartmann. The resolution was approved by all of the Trustees present.

The meeting was adjourned at 9:30 p.m.

Approved,

John De Carlo, Secretary Board of Trustees	Ken Morris, Chairman Board of Trustees

Date