Minutes of the Meeting
of the
Oakland University Board of Trustees
February 6, 1997

Present: Chairman Rex E. Schlaybaugh, Jr.; Trustees Henry Baskin, David J. Doyle, David T. Fischer, Louis Grech-Cumbo, Ann V. Nicholson, and James A. Sharp, Jr.

Absent: Trustee Dennis K. Pawley

I. Call to Order

Chairman Rex E. Schlaybaugh, Jr. called the meeting to order at 3:05 p.m. in the Gold Rooms of the Oakland Center.

II. Roll Call

Ms. Susan Gerrits, General Counsel and Secretary to the Board of Trustees, conducted a roll call vote. All Board members were present except Trustee Dennis K. Pawley. Ms. Gerrits confirmed that a quorum was present.

III. President's Report

President Gary D. Russi reported the following information:

- The Pioneer Court, Oakland's new food court, officially opened today. The facility will enhance student life for years to come.

- Ms. Vernita Y. Long and Mr. Anthony Becker were recognized as Employees of the Month for January and February, respectively.

- An array of special programs and activities have been scheduled for February, African-American Celebration Month. One of the events is the "Keeper of the Dream" Banquet, which will be held on February 20, 1997.

- Oakland University's internet home page has been redesigned for better appearance and organization.

- The 1997 winter term enrollment total is 13,075, compared to 12,901 in 1996.

- The admissions staff has developed the "1500 Club" campaign to enroll 1,500 first-year students for the 1997 fall term.

- On April 18, 1997, Oakland University will begin a new "Founder's Day" tradition, with a variety of campus events planned.

- From February 28 through March 28, 1997, the Meadow Brook Art Gallery will exhibit the paintings of Mr. Kiichi Usui, long-time curator of the Art Gallery.

IV. Consent Agenda

Chairman Schlaybaugh presented the following recommendations:

A. Approval of the Minutes of the Meeting of December 12, 1996

B. Approval of the Minutes of the Closed Meeting of December 12, 1996

C. University Personnel Actions

Faculty Reappointments

The faculty agreement requires that certain reviews for possible re-employment be completed by March 1. These recommendations are brought forth by the President and Acting Vice President for Academic Affairs, following the standard review processes, including recommendations from specified faculty review bodies.

Reappointments (Probationary) - Effective August 15, 1997, through August 14, 1999

Assistant Professors eligible for reemployment to a final, two-year probationary term as assistant professor:

Blume, Thomas W.	Counseling	Reemploy
Fliedner, Eugene B.	Management Information Systems	Reemploy

New Appointments

Buhendwa, Frank, Assistant Professor of Education, effective January 1, 1997 ($39,720) (New appointment filling a vacant authorized position)

Dessert, Patrick, Assistant professor of Engineering, effective January 1, 1997 ($53,600) (New appointment filling a vacant authorized position)

Seeley, John V., Assistant Professor of Chemistry, effective August 15, 1997 ($42,000) (New appointment filling a vacant authorized position)

Change of Status

Awbrey, Susan, from Associate Professor of Education and Chairperson, Department of Human Resource Development to Associate Professor of Education and Assistant Vice President for Academic Affairs, effective January 1, 1997 ($75,000)

Goslin, Brian R., from Associate Professor of Exercise Science, to Associate Professor of Exercise Science, Acting Associate Vice President for Academic Affairs, and Dean, Graduate Study, effective January 1, 1997 ($84,314)

Hansen, Ranald D., from Professor of Psychology, to Professor of Psychology and Acting Chairperson, Department of Psychology, effective January 2, 1997, through February 28, 1997

McKay, James H., from Professor of Mathematical Sciences and Chairperson, Department of Mathematical Sciences, to Professor of Mathematical Sciences, effective February 1, 1997

Minor, Billy Jo, from Associate Professor of Education to Associate Professor of Education and Chairperson, Department of Human Resource Development, effective January 2, 1997, through August 14, 1998

Schmidt, Darrell P., from Professor of Mathematical Sciences, to Professor of Mathematical Sciences and Acting Chairperson, Department of Mathematical Sciences, effective February 1, 1997, through August 14, 1997

Retirement

Stocker, Robert E., General Foreman Residence Halls Building Repair, effective February 14, 1997, authorization to approve an agreement for resignation from university employment, after 33 years of service, in exchange for a $20,000 separation payment, as well as all rights and privileges granted to Administrative-Professional employees who retire with at least 25 years of service but have not yet attained age 62

D. Approval of Degree Candidates List Dated December 17, 1996

E. Authorization to File Tax Petition

Ms. Gerrits submitted the following resolution for Board approval:

RESOLVED, that the Board of Trustees authorizes the filing of a petition in the U.S. Tax Court challenging the IRS unrelated business tax assessment for the years 1988-91, and taking such other steps as are legally appropriate and in the university's best interest to defend its position and/or resolve the issue.

F. Meadow Brook Subdivision Financing Guarantee

G. Recommendation to Accept Gifts and Grants to Oakland University and the Oakland University Foundation for the Periods of October 1 through October 31, 1996, and November 1 through November 30, 1996

Trustee James A. Sharp, Jr., seconded by Trustee David T. Fischer, moved approval of the consent agenda. The motion was unanimously approved by those present.

V. Finance and Personnel Advisory Committee Report

Trustee Ann V. Nicholson, who chaired the January 16, 1997, Finance and Personnel Advisory Committee meeting in the absence of Trustee David J. Doyle, recommended the following item for review and approval by the full Board.

A. Approval of Negotiated Agreement between Oakland University and Police Officers Labor Council, July 1, 1996 - June 30, 1999

Trustee Nicholson moved approval of the following resolution:

RESOLVED, that the Board of Trustees approves the Agreement Between Oakland University and Police Officers Labor Council, July 1, 1996 - June 30, 1999, whose changes from the Agreement which expired on June 30, 1996, are set forth in the attached Appendix A, "Summary of Contract Changes,"dated January 6, 1997, and Appendix B, "Contract Language Revisions."

(Appendices A and B are filed in the Board of Trustees office.)

Trustee Sharp seconded the motion for approval of the recommendation. The motion was unanimously approved by those present.

VI. University Affairs Advisory Committee Report

Trustee Fischer, Chairman of the University Affairs Advisory Committee, reported that the committee met on January 21, 1997, and recommended the following items for review and approval by the full Board.

A. Approval of Oakland University Board of Trustees Policy on Intercollegiate Athletics

Trustee Fischer stated that in August of 1996, the Board asked President Russi to conduct a comprehensive review of Oakland University's intercollegiate athletics program. President Russi immediately created an Ad Hoc Intercollegiate Athletic Review Committee, chaired by Mr. Paul E. Bissonnette, Vice President for Finance and Administration, to perform the study and produce a report. Trustee Fischer stated that the report was received in November of 1996, and circulated to internal and external constituencies, including the Board. He noted that the report is comprehensive and includes information on organization, budget, and the rationale for the transition from a Division II to a Division I-AAA intercollegiate athletics program. Trustee Fischer reported that there was widespread support for the committee's recommendations, and that President Russi has prepared a report and set of recommendations for Board approval.

Trustee Fischer summarized the provisions, and moved approval of the following proposed recommendation:

WHEREAS, the President has prepared a report and a set of recommendations on intercollegiate athletics for approval; and

(Attachment 1, "Oakland University Intercollegiate Athletic Program Review Report and Recommendations," is filed in the Board of Trustees office.)

WHEREAS, the recommendations are in compliance with the Strategic Plan of the university and with the overall objectives and goals of the university; now, therefore be it

RESOLVED, that the Board of Trustees approve the proposed Oakland University Board of Trustees Policy on Intercollegiate Athletics (Attachment 2, previous Board Policy attached); and, be it further

(The "Proposed Oakland University Board of Trustees Policy on Intercollegiate Athletics" is attached to this set of minutes as Attachment 2.)

RESOLVED, that the university transmit appropriate letters of intent to current and anticipated national and conference affiliations of the NCAA; and, be it further

RESOLVED, that the university adopt a transition budget through the year 2000, to be approved by the Board of Trustees at the June 1997 meeting with the following requirements: a) the budget shall be part of a comprehensive transition, organization, budget and business plan designed to facilitate a smooth transition; and b) the budget shall reflect the most recent data on average intercollegiate athletics expenditures for similar NCAA Division I-AAA universities and shall consider conference-related policies, mandates and resource levels; and, be it further

RESOLVED, that the university commit to the following tenets regarding the transition from Division II to Division I-AAA: a) no currently enrolled student athlete shall lose his/her scholarship as a result of the transition; b) the university shall grant an unconditional release to any athlete desirous of transferring to another institution as a result of the transition; c) the university shall attempt to mitigate the "lost experiences" of athletes competing during the transition, by providing reasonable alternatives such as travel or expanded educational opportunities to be determined by the athletic administration and coaching staff of the university; and d) that every athlete shall be counseled about opportunities during the transition from Division II to Division I-AAA; and, be it further

RESOLVED, that the university disband the informal President's Advisory Committee; and, be it further

RESOLVED, a) that an Athletic Advisory Committee be formed with the responsibility to advise the Athletic Director and the Vice President for Finance and Administration on matters relating to the administration of the university's athletic programs; b) that the University Senate be asked to create the Athletic Advisory Committee as a designated committee of the University Senate; c) that the committee membership be limited to the Faculty Athletics Representative, who will serve as committee chair, two faculty members, one student, one staff member, and one external/community member; d) that the Athletic Director is an ex-officio member; e) that each member is to be appointed for a three-year term with an option for reappointment; and f) that the Athletic Advisory Committee shall report to the University Senate at least annually on the status of Oakland University's Intercollegiate Athletic programs; and, be it further

RESOLVED, that the Board of Trustees approve the reorganization of the Intercollegiate Athletic Department to reflect a Division I-AAA model, ensuring that special needs such as academic support, compliance and business function are met with the following requirements: a) the organization must be part of a comprehensive transition, organization, budget and business plan designed to facilitate a smooth transition; b) the organization should reflect organization patterns for similar

NCAA Division I-AAA universities and should consider conference-related policies and mandates; and c) the plan shall address issues of gender equity, both in terms of resources assigned to programs and in the selection of coaching, staff and administrative personnel.

Trustee Nicholson seconded the motion for approval of the recommendation.

Trustee Fischer requested that the recommendation be amended to include the following resolution:

RESOLVED, that the administration submit its Division I-AAA conference choice to the full Board for ratification.

Trustee Henry Baskin, seconded by Trustee Sharp, moved approval of the amendment to the recommendation. The motion was unanimously approved by those present.

The motion on the proposed recommendation with the amendment was unanimously approved by those present.

Chairman Schlaybaugh commented that he is pleased with the entire athletic review process on the transition from a Division II to a Division I-AAA program. He stated that the transition is consistent with the Strategic Plan mission to position the university for high academic achievement and to provide the best quality education. Chairman Schlaybaugh commended President Russi, Mr. Bissonnette, Mr. Jack Mehl, Athletic Director, the Ad Hoc Athletic Review Committee, and the campus community for their professionalism and openness in helping to create a complete intercollegiate athletics report.

B. Approval of Energy Services Agreement and Financing Arrangements

Trustee Fischer reported that the Federal Clean Air Act Amendments of 1990 mandate the elimination of certain types of refrigerants that have historically been used in chillers. Many of the chillers at the university currently contain these outdated refrigerants. He stated that in addition to the air pollution control mandate, other issues related to air conditioning systems and energy consumption by the university must be addressed. Many of those systems are aging and energy inefficient, and they encompass one-fifth of the deferred maintenance budgets. Trustee Fischer stated that the Energy Services Agreement will enable the university to meet federal requirements for phasing out CFC refrigerants, to upgrade and replace chillers that are beyond their useful life, and to air condition two additional academic buildings. In order to limit the encumbrance of current funds, the construction activity will be financed through a lease-purchase arrangement. An energy savings of $4.4 million over the 10 year agreement period is anticipated..

Trustee Fischer moved approval of the following resolution:

WHEREAS, the university desires to retain Viron Corporation to provide services that include but are not limited to: energy use analyses; design and delivery of energy conservation measures (ECMs) which consist of systems and devices to be installed and maintained on the campus; training of designated university employees; and the monitoring of the ECMs, via measurement, reporting and verification of energy savings, all as provided in the Energy Services Agreement; and

WHEREAS, Viron Corporation has agreed to guarantee energy savings of $66,795 during the construction period, $398,300 in program year 1 (1998/1999), $403,142 in program year 2 (1999/2000), $408,133 in program year 3 (2000/2001), $415,643 in program year 4 (2001/2002), $423,334 in program year 5 (2002/2003), $432,418 in program year 6 (2003/2004), $441,726 in program year 7 (2004/2005), $452,504 in program year 8 (2005/2006), $464,829 in program year 9 (2006/2007), and $478,796 in program year 10 (2007/2008) to be achieved as the result of the services to be provided under the Energy Services Agreement; and

WHEREAS, the university is authorized under the laws of the State of Michigan to enter into these agreements for the purposes set forth herein; now, therefore, be it

RESOLVED, that the Vice President for Finance and Administration (VPF&A) is authorized to: execute an Energy Services Agreement with Viron Corporation for the chiller and energy conservation projects in an amount not to exceed $8,600,000 with terms and conditions as summarized in Attachment B; and, be it further

RESOLVED, that the VPF&A is authorized to execute a lease purchase agreement, running for a period not to exceed ten years, with such agreement to be in accordance with law and consistent with the terms and conditions summarized in Attachment C, in a principal amount not to exceed $8,600,000, and with interest not to exceed 5.71%; and, be it further

RESOLVED, that the Board of Trustees hereby authorizes and confirms the actions of its VPF&A in executing a lease agreement, for the lease of equipment from COMERICA LEASING, A DIVISION OF COMERICA BANK ("CLCB") to the university, upon the terms set forth in the lease; and, be it further

RESOLVED, that Gary D. Russi and Paul E. Bissonnette who are the President and VPF&A respectively of the university, or any one of them, is/are hereby authorized to execute and deliver to CLCB, lease schedules to the above-mentioned lease and any security agreements, pledges and such other documents as shall be required by CLCB, from time to time in connection with such lease containing terms and conditions as may be agreed upon between him/them and said CLCB; and, be it further

RESOLVED, that the agreements shall be reviewed by the Office of General Counsel prior to execution and shall conform to all university policies; and, be it further

RESOLVED, that the VPF&A shall annually inform the Board of the actual savings resulting from this project.

(Attachments A, B, and C are filed in the Board of Trustees office.)

Trustee Sharp seconded the motion for approval of the recommendation.

In response to a question posed by Trustee Sharp, Mr. Bissonnette stated that the university anticipates that the payment terms of the financing will be through the following three sources over the 10 year period: 1) savings from purchased utilities account resulting from the installation of more efficient equipment (including guaranteed energy savings funds); 2) Department of Energy grant funds and energy cost savings; and 3) a general fund allocation not-to-exceed $300,000 annually for 10 years.

The motion was unanimously approved by those present.

Request to Address the Board of Trustees

At this time Chairman Schlaybaugh called on Mr. Hemant Kumar Mahamwal, Oakland University Student Congress Representative, who requested to address the Board regarding the move to Division I-AAA athletics.

Mr. Mahamwal stated that the student body is generally satisfied with the adopted intercollegiate athletics resolution. However, they would like to offer the following amendments to the resolution, which pertain to the Athletic Advisory Committee charge and University Student Congress Resolution 97-04 (Appendix A of the Board's resolution):

The sixth "Resolved" pertaining to the Athletic Advisory Committee should include the following language: c) that the committee membership be limited to the Faculty Athletics Representative appointed by the university President, who will serve as committee chair, two faculty members appointed by the University Senate, two students (instead of one) appointed by the University Student Congress, and one external/community member; and e) that each student member is to be appointed for a two-year term (instead of a three-year term) with an option for reappointment and all other members are appointed for a three-year term with an option for reappointment.

Mr. Mahamwal reported that last December, after vigorous debate and investigation of Division I-AAA athletics advantages and disadvantages, the University Student Congress passed Resolution 97-04, which concludes that "the move could be accomplished in a manner consistent with promoting student life and maintaining the quality of education." The resolution requests that "the university assist the University Student Congress in developing standards that gauge the impact of athletics on Academic Affairs and Student Affairs." Mr. Mahamwal suggested adding the following language to the Board's resolution:

> RESOLVED, that the university President or his/her designee a) assist the University Student Congress in fulfilling the goals espoused in Resolution 97-04 of the University Student Congress.

In conclusion, Mr. Mahamwal stated that adding the amendments to the intercollegiate athletic resolution will demonstrate the university's commitment to the students and enhance the balance between academics, student life, and community.

Chairman Schlaybaugh thanked Mr. Mahamwal for his comments, and requested that President Russi consider them and return to the Board with his recommendations in June along with the execution plan and transition budget proposals. Mr. Mahamwal thanked Chairman Schlaybaugh.

Mr. Sharp stated that the University Student Congress concerns should be discussed by the University Affairs Advisory Committee, since the scope of the concerns were not financial. Chairman Schlaybaugh concurred, noting that the transition budget will be reviewed by the Finance and Personnel Advisory Committee, and that President Russi will present his recommendations on the University Student Congress requests to the University Affairs Advisory Committee prior to submission to the full Board.

Letter from Mr. John Mahoney, President of Viron Corporation

Trustee Fischer shared a letter that he received from Mr. John Mahoney, President of Viron Corporation. He noted that in the letter, Mr. Mahoney expressed Viron's personal commitment to actively secure donations for Oakland University. Mr. Mahoney also committed to hiring student interns from the School of Engineering and Computer Science and offering Viron's engineering expertise to Oakland's students and faculty.

Trustee Fischer thanked Viron for its sincere commitment to Oakland University.

C. Approval of Schematic Plans for Library Mall Landscape Renovation

Trustee Fischer stated that as part of its maintenance activities, the university has an ongoing program to repair or replace deteriorated sidewalks. Approximately two years ago, the walks in the large open space in front of the Library were targeted for replacement. He noted that due to the high visibility of this area and the apparent need for alternative pathways, the university hired Grissim/Metz, landscape architects, to assist in a redesign of the existing walks. In the design process, problems with existing drainage, irrigation, and ADA access to the Library were identified. Trustee Fischer stated that a schematic design of the project was available for the Board's viewing.

Trustee Fischer moved approval of the following resolution:

RESOLVED, that the Vice President for Finance and Administration be authorized to proceed with the completion of design consistent with project scope, budget, and the schematic design as presented to the Board on this date and on file with the Secretary to the Board of Trustees; to solicit competitive bids from qualified contractors; and to execute a contract to construct the Library Mall Landscape Renovation; and, be it further

RESOLVED, that the contracts shall be reviewed by the Office of General Counsel prior to execution and shall conform to all university policies; and, be it further

RESOLVED, that the total cost for construction shall not exceed $320,000 to be funded by university funds that have been set aside for the improvement of roads and walks.

Trustee Sharp seconded the motion for approval of the recommendation. The motion was unanimously approved by those present.

D. Bookcenter Lease Agreement

Trustee Fischer stated that on July 1, 1992, Oakland University entered into a lease agreement with Barnes & Noble for a five-year period ending June 30, 1997, with a leaseholder option to extend the terms for an additional three years, through June 30, 2000. He noted that the agreement's financial terms called for a guaranteed minimum payment, or a percent of gross sales, whichever was greater. In each of the five years, the contractor has paid the guaranteed minimum payment to Oakland, as sales have not exceeded the levels originally projected. Trustee Fischer stated that although sales have increased each year, the original projections were not met due to enrollment and competition factors. Therefore, Barnes & Noble chose not to extend their option for an additional three years, under the existing financial terms.

The existing option terms have been modified with a two-year extension of the contract through June 30, 1999, and an annual guaranteed payment or the applicable percentage of gross sales at the Bookcenter, whichever is greater.

Trustee Fischer moved approval of the following resolution:

> RESOLVED, that the Vice President for Finance and Administration is authorized to execute an extension of the Lease Agreement for Book Store Services between Oakland University and Barnes & Noble Bookstores, Inc. for the two-year period beginning July 1, 1997 and ending June 30, 1999. Under the extension, Barnes & Noble will pay Oakland University a guarantee payment of $300,000 per year, or 10% of gross sales up to $4 million and 11.5% of gross sales over $4 million, whichever is greater. Additionally, the contract clause relating to markdowns will be deleted, all other terms and conditions of the Lease Agreement to remain unchanged; and, be it further
>
> RESOLVED, that the contract shall be reviewed by the Office of General Counsel prior to execution and shall conform to all university policies.

Trustee Baskin seconded the motion for approval of the recommendation.

Ms. Angela B. Dodson, Student Liaison, inquired if any other options were considered besides continuing the lease with Barnes & Noble. Mr. Bissonnette replied that no other options were considered on the lease extension, but that a year and a half from now the university will conduct a RFP for options from other bookstores. Ms. Dodson stated that the students are displeased with some of the bookstore prices, and that she hoped the university would be able to consider alternative companies with less focus on profit.

Trustee Baskin expressed concern about Ms. Dodson's comment on Barnes & Noble prices. Ms. Dodson stated that Textbook Outlet, located across the street from the campus, offers alternatives for students at cheaper prices. Mr. Bissonnette stated that Textbook Outlet was the major competitor with the university until 1990, when the university contracted out the bookcenter service to Barnes & Noble. At that time, Textbook Outlet went into a major discounting period and Barnes & Noble discounted their books to keep the customers on campus. He stated that the university continuously monitors and benchmarks its prices to remain competitive. Mr. Bissonnette noted that Textbook Outlet does not order the "hard-to-get" or international books, and that it is not a full-range bookstore like Barnes & Noble. Mr. Bissonnette added that Barnes & Noble is undoubtedly the major bookstore contractor in the country.

Chairman Schlaybaugh asked Trustee Fischer to explain the purpose of the two-year extension versus a one-year extension. Trustee Fischer stated that the two-year extension will place the university in a better enrollment position for requoting the agreement. It also allows time to consider relocating the bookcenter to enhance its marketing appeal.

Mr. Bissonnette informed the Board and Ms. Dodson that a committee will be established involving the students in the RFP activity and selection process.

The motion was unanimously approved by those present.

E. Vandenberg Hall Hot Water and Steam Boiler System Replacement

Trustee Fischer stated that the existing six-year-old domestic hot water heater in Vandenberg Hall has experienced numerous failures during the last fifteen months. Additionally, the existing low pressure steam boiler which serves the Vandenberg kitchen, although relatively problem free, is nearly 30 years old. Trustee Fischer reported that the mechanical consultants, the Department of Campus Facilities and Operations, and the Residence Halls recommend installation of a system of gas-fired replacement vessels for the domestic water heater and steam boiler, including two domestic hot water heaters, one steam boiler, four 500 gallon storage tanks, one blowdown tank, and one duplex water softener chemical treatment system. The system will be installed in the same area currently occupied by the hot water and steam boilers on the third floor of Vandenberg Hall.

Trustee Fischer moved approval of the following resolution:

> RESOLVED, that the Vice President for Finance and Administration is authorized to execute a contract with the lowest qualified bidder, for the project as described in the attachment; and, be it further
>
> RESOLVED, that the total project cost shall not exceed $291,000; and, be it further
>
> RESOLVED, that the contracts be reviewed by legal counsel.

(Appendix A, which describes the project budget, is filed in the Board of Trustees office.)

Trustee Sharp seconded the motion for approval of the resolution.

Based on the results of an engineering study just received by Mr. Bissonnette, a correction was made to the recommendation indicating that only two storage tanks will be installed; one that holds 658 gallons and one that holds 502 gallons.

Trustee Nicholson questioned whether the six-year old hot water heater was under warranty. Dr. Snyder replied that the heater warranty has been exhausted. She added that many of the parts have been replaced on the existing system and that it is very unstable and under-capacity for the project.

The motion was unanimously approved by those present.

F. Authorization to Charter Public School Academies

Trustee Fischer stated that when the administration presented this item to the University Affairs Advisory Committee on January 21, 1997, the following three schools were recommended: Dove Academy, Michigan Academy of Global Entrepreneurship, and The Edison Public School Academy. Since that time, the Michigan Academy of Global Entrepreneurship has chosen to withdraw their application, and they are no longer under consideration as a public school academy. The trustees have been provided with a revised resolution, dated February 3, 1997, recommending the two remaining proposals of Dove Academy and The Edison Public School Academy.

Trustee Fischer moved approval of the following resolution:

WHEREAS, the School Code of 1976, as amended (the "Code"), permits the Board of Trustees of Oakland University (the "Board") to authorize the establishment from time to time of public school academies meeting the requirements of the board and the requirements of applicable law; and

WHEREAS, on October 5, 1995, the Board approved the Oakland University Policy on Public School Academies and Criteria for the Evaluation of Applications; and

WHEREAS, the Board has received the application of the persons or entities on behalf of the public school academies identified in Exhibit A to this Resolution (each, a "Public School Academy"); and

WHEREAS, in consideration of the resources available for the proposed Public School Academy, the population to be served by the Public School Academy, and the educational goals to be achieved by the Public School Academy, the Board has determined that it is in the best interests of Oakland University and the State of Michigan to approve the application of each Public School Academy identified in Exhibit A and more fully described in Exhibits A-1 and A-3;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

1. The application submitted by each Public School Academy listed in Exhibit A and described in Exhibits A-1 and A-3, copies of which are on file with the Secretary to the Board of Trustees, meets the requirements of the Board and of applicable law.

2. The Board hereby approves the application of each Public School Academy listed in Exhibit A and described in Exhibits A-1 and A-3.

3. The Board hereby adopts or approves the Articles of Incorporation of each Public School Academy listed in Exhibit A, copies of which Articles of Incorporation are on file with the Secretary to the Board, and, for those Articles of Incorporation in format required by section 512a(3) of the Code, hereby directs the Secretary to the Board to execute the Certificate attached thereto, and to cause the Articles to be published and filed as required by the Code.

4. The Board hereby appoints for each Public School academy listed in Exhibit A the initial Boards of Directors as described in Exhibit B.

5. The Board hereby approves the form of Agreement to Organize and Administer a Public School Academy (the "Agreement") on file with the Secretary of the Board, and hereby further directs as follows:

a. The university administration shall negotiate and finalize an Agreement for each Public School Academy, substantially in the form attached and on file with the Secretary, with such changes as shall be required or authorized by the Code, and subject to the limitations described below:

(1) The term of the Agreement shall be no longer than 10 years from the date of this Resolution and no less than 3 years from the date of this Resolution.

(2) Applications have been filed specifying either no specific site for operations, or more than one potential site for operations. If the application for a Public School Academy lists more than one potential site for operations, control over which depends on the approval of the Public School Academy's application, the Agreement shall specify the site where the Public School Academy shall operate, which site shall comply with all State and local laws governing use, occupancy and safety. If the application has specified no specific site for operations, the Agreement shall specify the single site where the Public School Academy shall operate, which site shall comply with all State and local laws governing use, occupancy and safety, and which shall, in addition, meet the criteria established for public school academy sites as articulated in the Board's Statement of Policy on Charter Schools, adopted by the Board at its October 5, 1995 meeting.

b. Each Agreement shall be reviewed by the General Counsel or her designee prior to execution and shall conform to all university policies and the law.

c. The President of the University shall execute and deliver copies of the contract between the Board and the Public School Academy.

6. In accordance with Section 516 of the Code, the Board hereby authorizes the Public School Academy to employ or contract with personnel as necessary for the operation of the Public School Academy, and further authorizes the Public School Academy to prescribe the duties of and fix the compensation for such personnel, subject to applicable laws governing the employment of public school employees, and within the limitations specified in the Agreement.

7. All resolutions and parts of resolutions in conflict with this resolution shall be and hereby are rescinded to the extent of such conflict.

(Exhibits A and B and the Articles of Incorporation are filed in the Board of Trustees office.)

Trustee Grech-Cumbo seconded the motion for approval of the recommendation.

Trustee Baskin inquired if the university will be considering another public school academy to replace Michigan Academy of Global Entrepreneurship. President Russi responded that six other applications are currently under review.

The motion was unanimously approved by those present.

G. Ratification of Revised Constitution for the Library

Trustee Fischer stated that the faculty of each unit has an academic governance structure defined by a constitution. Constitutions, and amendments to the constitutions, are drafted and approved by unit faculty, the University Senate, and the Board of Trustees. Trustee Fischer reported that the Library constitution has been amended to include a revision of the administrative title of the Vice President for Academic Affairs, a clarification of procedures for internal library committees, and an elimination of several Library standing committees. In addition to Senate approval, the new constitution has been reviewed by the Office of the General Counsel.

Trustee Fischer moved approval of the following resolution:

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 College of Arts and Sciences, the Schools and the Library; and

WHEREAS, the Board of Trustees has acted to approve internal constitutions in order to obtain the input and recommendations for 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 Library, bearing a date of February 6, 1997.

Trustee Nicholson seconded the motion for approval of the recommendation. The motion was unanimously approved by those present.

H. Master of Arts in Biology

Trustee Fischer stated that the Master of Arts in Biology was developed to serve the needs of a population of students who are not currently served by the Master of Science program. Presently, the biology masters program is highly research oriented, providing excellent training for students who pursue careers as scientists or who enter professional programs, but it does not meet the needs of students who aspire to enter other careers. Trustee Fischer stated that the proposed M.A. is a non-thesis masters degree in biology with a larger course component but a lesser research component than the present M.S. program. It consists of eight existing biology graduate courses to provide students a broad biology background.

Trustee Fischer moved approval of the following resolution:

RESOLVED, that the Board of Trustees approve the recommendation that the College of Arts and Sciences be authorized to offer a Master of Arts in Biology degree program.

Trustee Grech-Cumbo seconded the motion for approval of the recommendation. The motion was unanimously approved by those present.

VII. Other Items that May Come Before the Board

Trustee Baskin commended Trustee Fischer and the University Affairs Advisory Committee for their efforts in reviewing and recommending the major projects presented to the Board for approval.

VIII. Adjournment

Trustee Sharp, seconded by Trustee Grech-Cumbo, moved adjournment of the meeting. The motion was unanimously approved by those present. The meeting adjourned at 3:55 p.m.

Submitted,

Susan Gerrits

Susan Gerrits
General Counsel and
Secretary to the Board of Trustees

Approved,

Rex E. Schlaybaugh, Jr.
Chairman
Board of Trustees

2697bdmi

Attachment 2

Proposed
Oakland University Board of Trustees
Policy on Intercollegiate Athletics

"**MISSION STATEMENT:** The Oakland University Intercollegiate Athletic Department shall advance the overall mission of the university by contributing, via competitive sports, to the university's reputation for overall excellence and distinction and thereby to the national eminence of the university as a whole. This will be accomplished in at least the following areas: conducting competition in Division I-AAA of the NCAA; enhancing the quality of student life by assisting in the recruitment of the student population and maintaining wholesome/positive events; and, serving as a point of interest, entry and affiliation with the university for alumni and the general community. The Athletic Department shall provide a wide range of athletic programs which compete at the regional and national level, while maintaining the welfare of student athletes, the spirit of fair play and with a commitment to equality of opportunity and academic achievement."

"**SPORTS:** Intercollegiate athletics at Oakland University is based upon an educational model, not upon a business model. The Intercollegiate Athletic Department does not seek to make a profit from its athletic events, but does seek to generate a considerable portion of the revenue necessary to support itself at a level of excellence consistent with university standards. Oakland University shall compete in sports which reflect the needs and interests of its students, the availability of competition and the traditions of the university. The sports chosen for inclusion shall provide a balance between opportunities for individual and team athletic competition. An element in the selection of team sports is the prospect of attracting the attention of an appropriately large number of students, whether as participants or spectators."

"**NATIONAL ASSOCIATION /CONFERENCE AFFILIATION:** Determination and selection of Oakland University's competitive affiliation(s) shall be based on the following criteria: a) an affiliation whereby member institutions share Oakland's belief in the preeminence of academic experience; b) a governance structure that provides for decision-making responsibilities to be shared jointly by the university's chief executive officers, its athletic staff and its faculty representatives; c) an affiliation in which the expenditure of resources by member institutions in support of athletics is of the same general order of magnitude as it is at Oakland."

"**GOVERNANCE:** Consistent with policies approved by the Board of Trustees, and the appropriate national and conference athletic governing bodies, the President determines institutional direction, practices and procedures relating to intercollegiate athletics. Day to day administration of the department shall be the responsibility of the Director of Athletics who reports to the Vice President for Finance and Administration. The President shall appoint an NCAA Faculty Athletics Representative who shall serve at the President's discretion. The President, or his/her designee, may appoint other advisory individuals/committees regarding the conduct of intercollegiate athletics at the university."