

**Minutes of the Meeting  
of the  
Oakland University Board of Trustees  
August 30, 1996**

**Present:** Chairman David T. Fischer; Trustees Henry Baskin, David J. Doyle, Louis Grech-Cumbo, Dennis K. Pawley, and Rex E. Schlaybaugh, Jr.

**Absent:** Trustees Ann V. Nicholson and James A. Sharp, Jr.

**I. Call to Order**

Chairman David T. Fischer called the meeting to order at 9:37 a.m. in the Oakland Room of the Oakland Center.

**II. Roll Call**

Ms. Susan Gerrits, General Counsel and Secretary to the Board of Trustees, conducted a roll call. All Board members were present except Trustees Ann V. Nicholson and James A. Sharp, Jr. Ms. Gerrits noted that a quorum was present.

**III. Interim President's Report**

Interim President Gary D. Russi reported the following information:

- ▶ A welcome was extended to Messrs. Henry Baskin, Louis Grech-Cumbo, and Dennis K. Pawley, the new Board of Trustees members.
- ▶ Mr. Edward H. Nolan, Chief Accountant and Financial Systems Administrator, was recognized as Employee of the Month for June.
- ▶ Mr. Glenn McIntosh, Director of the Office of Equity, was recognized as Employee of the Month for July.
- ▶ Ms. Sheila R. Carpenter, Publications Office Assistant, was recognized as Employee of the Month for August.

- ▶ Campus construction activity includes new signs, an athletic bubble, parking lot improvements, and an addition to the Public Safety building to house the Purchasing Department. The Science and Engineering Building, Admissions and Academic Skills Center, and Honors College projects are on target.
- ▶ The new student convocation is scheduled for Thursday, September 5, 1996, in the Varner Recital Hall.
- ▶ The Howard Hughes Medical Institute’s Undergraduate Biological Sciences Education Program recently approved a four-year grant to Oakland University in the amount of \$600,000 to support undergraduate science education programs.
- ▶ Oakland University was a winner of CASE’s 1996 Circle of Excellence in Educational Fund Raising, which honors outstanding fund raising programs across the country.
- ▶ Due to the generosity of Mr. and Mrs. John Withrow, the Withrow Award for Teaching Excellence in the School of Engineering and Computer Science has been established.

**IV. Consent Agenda**

Chairman Fischer presented the following recommendations:

**A. Approval of the Minutes of the Meeting of June 6, 1996**

**B. University Personnel Actions**

**Reappointments (with Tenure)**

1.	Assistant Professors eligible for promotion to the rank of associate professor, effective August 15, 1996:		
	Paul R. Graves	Philosophy	Reemploy and Promote
	Christine H. Hansen	Psychology	Reemploy and Promote
	John D. Kim	Marketing	Reemploy and Promote
	Mary E. Mittelstaedt	Nursing	Reemploy and Promote

Reappointments (with Tenure) (continued)

Theophilus O. Ogunyemi	Mathematical Sciences	Reemploy and Promote
J. Patrick Piskulich	Political Science	Reemploy and Promote

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

1. Assistant Professors eligible for reemployment to second, two-year probationary terms as assistant professor:

James F. Cipielewski	Reading and Language Arts	Reemploy
William A. Hoerr	Curriculum, Instruction and Leadership	Reemploy
Mary Shannan McNair	Human Development and Child Studies	Reemploy
Frances I. Meuser	Spanish	Reemploy
Dale K. Nesbary	Political Science	Reemploy
Guohua Pan	Mathematical Science	Reemploy
Robert A. Wiggins	Curriculum, Instruction and Leadership	Reemploy
Yang Xia	Physics	Reemploy

2. Assistant Professors eligible for reemployment to final, two-year probationary terms as assistant professor:

Sandra Alber	Human Development and Child Studies	Reemploy
Mukesh Bhargava	Marketing	Reemploy
Nathan F. Longan	Russian	Reemploy
Nivedita Mukherji	Economics	Reemploy

Reappointments (Probationary) (continued)

Seigo Nakao	Japanese	Reemploy
Geoffrey D.W. Wawro	History	Reemploy

(One Assistant Professor, Sherryl A. Schultz, originally scheduled for reemployment review is not presented for consideration in accordance with her request withdrawing her name from the review process. Her current appointment expires on August 14, 1997, and her employment at Oakland will terminate on that date.)

New Appointments

Eberly, Mary B., Assistant Professor of Psychology, effective August 15, 1996

Hitt, Anne L., Assistant Professor of Biological Sciences, effective January 1, 1997

Mosby, Lynetta M., Instructor in Sociology, effective January 1, 1997

Administrative Appointments

Department Chairs - Effective August 15, 1996, through August 14, 1999, except where noted:

<u>Department</u>	<u>Chair</u>	<u>Term</u>
Accounting and Finance	Eileen Peacock	2nd
Art and Art History	Janice G. Schimmelman	2nd
Economics	Augustin K. Fosu	1st
Modern Languages and Literatures	David Jaymes	3rd
Physics	Beverly K. Berger	1st
Reading and Language Arts	Robert M. Schwartz	1st
Sociology and Anthropology	Gary Shepherd	1st



Administrative Change of Status

Hyke, Stuart C., authorization to approve an agreement to relinquish rights as an Administrative-Professional Employee and to enter into a term employment contract, commencing no later than October 1, 1996, and expiring January 6, 1998.

C. Approval of Degree Candidates List Dated June 21, 1996D. Recommendation to Accept Gifts and Grants to Oakland University and the Oakland University Foundation for the Period of May 1 through May 31, 1996

Trustee Rex E. Schlaybaugh, Jr., seconded by Trustee David J. Doyle, moved approval of the consent agenda. The motion was unanimously approved by those present.

V. Finance and Personnel Advisory Committee Report

Trustee Schlaybaugh, Chairman of the Finance and Personnel Advisory Committee, reported that the committee met on August 1, 1996, and recommended the following items for review and approval by the full Board:

A. Appointment of Acting Vice President for Academic Affairs

Trustee Schlaybaugh stated that the June 6, 1996, appointment of Dr. Russi to the position of President created the vacant position of Vice President for Academic Affairs. At the June 6 Board meeting, the Board requested that President Russi recommend a candidate for appointment as Acting Vice President for Academic Affairs, while a search for a permanent replacement is conducted.

Trustee Schlaybaugh moved approval of the following resolution:

WHEREAS, Dr. Gary D. Russi was appointed President on June 6, 1996; and

WHEREAS, Dr. Russi has been charged by the Board with appointing an Acting Vice President for Academic Affairs: now, therefore, be it

RESOLVED, that the Board of Trustees approves the appointment of Dr. William W. Connellan as Acting Vice President for Academic Affairs at a supplemental monthly stipend of \$1,250 effective immediately; and, be it further

RESOLVED, that Dr. Connellan shall serve in this role at the pleasure of the Board of Trustees.

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

**B. Approval of Amendment to Previous Board Action -- Student Recreation and Athletic Center**

Trustee Schlaybaugh stated that on December 7, 1995, the Board approved the schematic design of the Student Recreation and Athletic Center and authorized the completion of design, bid, and construction contract award for a total project cost of \$34,072,500. Reports to the Board from Mr. Paul E. Bissonnette, Vice President for Finance and Administration, indicated that the bids came in higher than the previously authorized amount. The Finance and Administration division, the prime contractor, and the designer spent the last two months value engineering the contract specifications, and as a result Mr. Bissonnette is recommending an amendment to the authorizing resolution to increase the total project cost to \$36,366,370. Trustee Schlaybaugh noted that the Finance and Personnel Advisory Committee thoroughly reviewed and supported the proposed design and construction changes, and funding sources to offset the increased project cost. He asked Mr. Bissonnette to highlight some of the additional issues discussed.

Mr. Bissonnette stated that the university has achieved over \$5.1 million in project reductions, bringing the \$7 million differential down to manageable levels. He is confident that the university will achieve all of the project goals over the next two years, and commented that the major funding sources are from the excess earnings and interest income held in the bond account, interest from the Swap agreement, and gifts from donors. In addition, Mr. Bissonnette reported that there are no functional changes in the building that will affect the quality of services that it will offer. The changes concentrate on sizing and economizing internal systems such as the roofing structure, skylights, and heating, cooling, and ventilating systems.

Trustee Dennis K. Pawley inquired if there are provisions within the \$36 million project cost for engineering overruns. Mr. Bissonnette responded that a 3 percent contingency has been established as part of the cost, and that he is comfortable with that amount.

Trustee Schlaybaugh moved approval of the following resolution:

RESOLVED, that the resolution concerning the Student Recreation and Athletic Center approved on December 7, 1995, be amended to specify that the total cost for the project including design, construction, project management, and equipment shall not exceed \$36,366,370; and be it further

RESOLVED, that all other provisions of the December 7, 1995, resolution are unchanged.

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

## **VI. University Affairs Advisory Committee Report**

Chairman Fischer stated that he will report on the items reviewed and recommended by the University Affairs Advisory Committee, since Trustee Ann V. Nicholson, who chaired the July 26, 1996, meeting, was absent due to a death in her family.

### **A. Grant of Easement to Detroit Edison**

Chairman Fischer stated that the committee recommends that the university grant an electrical utility easement to Detroit Edison on the northeast corner of the university campus, which is bordered by Walton and Adams Roads. The area is used for internal and external special events, and the addition of electrical power at this site will make it more attractive and generate additional rental opportunities.

Chairman Fischer moved approval of the following resolution:

RESOLVED, that with respect to electric utility service to the southwest corner of Walton and Adams, the Vice President for Finance and Administration is authorized to execute a new Detroit Edison electrical utility easement.

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

### **B. Henry Ford Health System Agreement**

Chairman Fischer reported that this item contains a recommendation that the Oakland University School of Nursing (SON) be authorized to enter into a nine-year affiliation agreement with Henry Ford Health System (HFHS). The collaboration will allow SON to coordinate nursing education and service and to develop new strategies for teaching professional nursing, providing quality cost-effective health care, and improving health care access to underserved populations. Under the terms of the agreement, HFHS will be the major clinical affiliate of Oakland in nursing education and Oakland will be the major nursing education affiliate of HFHS, involving at least 70 students per semester. HFHS will provide direct support to Oakland in the amount of \$140,000 a year and will place ten HFHS positions at Oakland's disposal to assist in nursing education. Oakland will have teaching and research facilities at the HFHS Detroit corporate offices, and Dr. Justine Speer, SON Dean, will provide administrative services to HFHS to guide the partnership. In recognition of her services, HFHS will give Dean Speer an appropriate administrative title.

Chairman Fischer called on Dean Speer to address the Board on the collaboration. Dean Speer explained the benefits of the relationship to the university, SON, faculty, students, and community. She noted that today's health care system is mainly concerned with cost, quality, and access. HFHS recognizes the important role that well-prepared nurses are going to play in the solution of those concerns. As a result, HFHS wishes to invest resources in SON to develop the curriculum and clinical experiences that will produce the type of graduates the changing health care system needs. Dean Speer stated that as collaborators with HFHS, Oakland and SON will build a reputation of meeting community health care needs. The relationship will increase opportunities for undergraduate and graduate students to practice in new and changing arenas, and emerging clinical experiences. The SON faculty will be active in the practice arena, work with others to test their ideas, and have access to research ideas, dollars, and patients. They will also gain knowledge and experience in the current health care market without having to leave academia; at the same time, they will be recognized as faculty experts. The collaboration will also increase Oakland's enrollment and create new opportunities for other faculty members at Oakland as new initiatives are developed. Dean Speer commented that the agreement will position Oakland University as an institution that continues to develop innovative relationships with community organizations for improved patient care.

Chairman Fischer moved approval of the following resolution:

RESOLVED, that the President or the Vice President for Finance and Administration is authorized to execute a nine-year nursing education alliance agreement with Henry Ford Health System, with that agreement to be consistent with the terms set forth in Attachment 1 (below).

### **ATTACHMENT 1**

#### **Key Terms of Proposed Affiliation Agreement Between OU and HFHS**

- Parties will strive for innovation in both nursing education and practice within HFHS and OU.
- Agreement to be effective commencing with the fall term, 1996, and extending for nine years. Earlier termination possible with one-year advance notice.
- HFHS will be the major, but not exclusive, clinical affiliate of OU in nursing education, receiving at least 70 students per semester.
- OU will be the major, but not exclusive, nursing educational affiliate of HFHS in nursing education.

- HFHS will pay \$140,000 each year to OU for services related to the Agreement, until such time as third-party funding sources are identified. Funding is intended to be transitional. HFHS financial support will phase out if and when replacement funding becomes available to OU.
- OU Dean to work on-site at HFHS on a regular basis and to be formally accountable to HFHS management.
- OU Dean and other OU staff may be granted appropriate HFHS titles.
- HFHS shall employ persons and fund positions at HFHS as needed to fulfill requirements of Agreement, including two part-time assistant deans and seven full-time nurse scholars.
- HFHS to provide space, equipment and clerical support for OU to support goals of Agreement.
- An Affiliation Committee will be created with equal representation from each party to consider matters relating to the Agreement, and, in particular, to address and resolve any conflicts of interest.
- Both parties may apply for and serve as recipient of research grants and contracts.
- Financial support provided to OU under the Agreement shall not diminish OU's financial support to its School of Nursing.
- OU to review enrollment levels of undergraduate nursing class and will consult with HFHS before making decisions on class size.
- All disputes arising under the Agreement shall be subject to binding arbitration.

Trustee Schlaybaugh seconded the motion for approval of the recommendation.

Trustee Henry Baskin inquired about the exclusivity of the two parties, and Dean Speer responded that HFHS will be the major, but not exclusive, clinical affiliate for Oakland and that Oakland will be the major, but not exclusive, nursing affiliate for HFHS.

Trustee Schlaybaugh questioned the purpose of the last key term which states "OU to review enrollment levels of undergraduate nursing class and will consult with HFHS before making decisions on class size." President Russi replied that the term is not a limitation on the number of student participants, but rather that the intent is for Oakland to grow.

The motion was unanimously approved by those present.

### **-- Statement on Intercollegiate Athletics**

Chairman Fischer made a statement on intercollegiate athletics at this time. He noted that for the past two years there have been a number of reports and discussions regarding Oakland University's intercollegiate athletics. He referred to news articles and the Strategic Plan that support improvement of the program. Chairman Fischer stated that the NCAA is making large scale changes to its organization and the criteria for divisional classification of memberships that will include future opportunities to participate and share in revenues. He stressed the importance of reviewing the university's current athletic policies and plans before it is closed out of those opportunities. Chairman Fischer stated that many people believe the university should consider enhancing its intercollegiate athletic programs consistent with its overall directives, and requested that President Russi review the current intercollegiate athletics policy and report his findings to the University Affairs Advisory Committee in January, 1997.

## **VII. Charter Schools**

Chairman Fischer called on President Russi to highlight the recommendation to charter public school academies.

President Russi stated that one year ago the Board of Trustees provided authority to the administration to accept proposals to charter public school academies. The university developed an RFP and submitted it throughout the community. President Russi stated that a Charter School Review Committee was formed to review all proposals. The committee consisted of representatives from the College of Arts and Sciences, School of Education and Human Services, Finance and Administration, General Counsel, Risk Management, and faculty. The recommendation before the Board approves three charters for the following Detroit area schools:

**Elbert Thomas Clark Academy:** The Elbert Thomas Clark Academy is an existing school with a student population of about 30. The school is designed to provide students with the fundamental skills, including technology, necessary to compete in the "international market place."

**Academy of Michigan:** (Formerly Michigan Institute of Technology.) The Academy of Michigan will be a grade 11 and 12 trade academy using pedagogy that will emphasize technical skills development for students in the Detroit area.

**Nsoroma Institute:** The Nsoroma Institute is an existing school with a student population of 62. Initially the institute will focus on grades K-8, but will expand to the 12th grade with an expected steady-state enrollment of 230 students. The curriculum of Nsoroma is designed to study peoples

and culture from a specific vantage point which is holistic in approach and based on the values and traditions of the Afrikan culture.

President Russi presented the following resolution for review and approval by the Board:

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 (attached to these minutes);

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

1. The application submitted by each Public School Academy listed in Exhibit A, copies of which are on file with the Secretary to the Board of Trustees, meets the requirements of the Board and of applicable law. (Exhibit A is attached to this set of minutes.)
2. The Board hereby approves the application of each Public School Academy listed in Exhibit A.
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. (Exhibit B is attached to this set of minutes.)

5. The Board hereby approves the form of Agreement to Organize and Administer a Public School Academy (the "Agreement") on file with the Secretary to 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) 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 single site where the Public School Academy shall operate, which site shall comply with all State and local laws governing use, occupancy and safety.

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.

Trustee Doyle, seconded by Trustee Schlaybaugh, moved approval of the recommendation.



Trustee Schlaybaugh asked President Russi to address the Board on the internal review process used for each of the applications. President Russi stated that the applications were thoroughly reviewed by the Charter School Review Committee, Senate Planning Review Committee, Senate Budget Review Committee, and Senate Steering Committee. He noted that the Senate Planning Review Committee and Senate Steering Committee both requested periodic oversight reports on the progress of the schools. President Russi informed the Board that quarterly progress reports will be presented to the Board of Trustees and university constituencies. In addition, monthly reports will be provided to the administration.

Trustee Schlaybaugh inquired if the General Counsel has reviewed the contracts for compliance with the authorizing statute. Ms. Gerrits responded that she and outside counsel, Ms. Cynthia Faulhaber of Miller Canfield, have conducted independent reviews of the applications and determined that they do meet all statutory requirements.

Ms. Judith A. Lango, Student Liaison, inquired if the charter schools will present any research or educational opportunities for Oakland students. President Russi stated that one of the principles used in advancing the three proposals was a tie between the curriculum of the entity and the university. Dr. David J. Downing, Dean of the College of Arts and Sciences, added that throughout the entire application review and approval process, one of the primary goals was consistency with the mission of Oakland University and the ability to use the charter to forge educational partnerships. For example, the Elbert Thomas Clark Academy will provide an outstanding opportunity for creative approaches to educational technology; the Nsoroma Institute will provide expanded cultural and diversity opportunities and experiences for Oakland's students and faculty; and the Academy of Michigan will provide educational opportunities for students and faculty through its focus on preparation for the workplace.

The motion was passed with five affirmative votes and one abstention by Trustee Baskin.

At this time, President Russi recognized Mr. Larry Patrick, Esq., who represented Nsoroma Institute and Elbert Thomas Clark Academy in the charter school application process.

#### **VIII. Report of the Ad Hoc Nominating Committee and Selection of the Chair and Vice Chair of the Board of Trustees**

Chairman Fischer stated that he served as a member of an Ad Hoc Nominating Committee chaired by Trustee David Handleman. Trustee Handleman had planned on presenting the chair and vice chair report and recommendation to the Board; however, his term on the Board expired on August 11, 1996. Chairman Fischer reported that the committee wishes to nominate Trustee Rex E. Schlaybaugh, Jr. as Chairman and Trustee David J. Doyle as Vice Chairman for a term of one year to begin effective at the conclusion of the Board meeting.

Trustee Louis Grech-Cumbo, seconded by Trustee Dennis K. Pawley, moved approval of the recommendation. The motion was unanimously approved by those present.

Chairman Fischer congratulated Trustees Schlaybaugh and Doyle on their appointments and thanked the Board and university community for their support during his chairmanship. He commented on the impressive institutional accomplishments over the past two years, including the initiation of the Strategic Plan 1995-2000, enrollment growth, campus physical improvements, distance learning and Internet initiatives, marketing plan, new academic programs, and increased private giving. He also noted that Oakland has established a stronger presence in Lansing, resulting in increased state support.

Chairman Fischer recognized the hard work and dedication of the President, administration, faculty, and employees in an effort to improve services to students. He also thanked the students for their enthusiasm and support.


#### **IX. Other Items that May Come Before the Board**

Ms. Angela B. Dodson, Student Liaison, stated that although she believes that Oakland University provides a quality education at reasonable prices, she was concerned about a Macomb Daily article that states that Oakland's tuition increases have occurred because the university plans too far ahead. Chairman Fischer responded that the article appears to be a misquote, since Oakland's tuition is a tremendous value and that all tuition increases are treated seriously and cautiously by the advisory committees and Board.

Trustee Schlaybaugh, seconded by Trustee Grech-Cumbo, moved adjournment of the meeting. The motion was unanimously approved by those present. The meeting adjourned at 10:20 a.m.

Submitted,

Approved,

  
\_\_\_\_\_  
Susan Gerrits  
General Counsel and  
Secretary to the Board of Trustees

\_\_\_\_\_  
David T. Fischer  
Chairman  
Board of Trustees