

**MINUTES OF THE MEETING OF  
THE BOARD OF TRUSTEES OF OHIO UNIVERSITY**

**Thursday, February 11 and Friday, February 12, 1999**

**Ohio University, Athens Campus**

**THE OHIO UNIVERSITY BOARD OF TRUSTEES**  
**MINUTES OF February 12, 1999 MEETING**

**TABLE OF CONTENTS**

Roll Call.....	521
Approval of December 11, 1998 Minutes.....	521
Communications, Petitions, and Memorials.....	521
Announcements.....	521
Reports .....	521
Unfinished Business.....	521
New Business .....	522
Budget, Finance, and Physical Plant Committee .....	523
Naming of Theater Space, Brasee Hall, Lancaster Campus – Res. 1999 – 1628 .....	524
Naming of Dr. Steve & Kathy Carin Strength and Conditioning Center – Res. 1999 – 1629.....	527
Naming of Joan & Wallace Phillips Academic Service Center – Res. 1999 – 1630 .....	529
Grover Center Rehabilitation and Addition – Res. 1999 – 1631 .....	531
Voinovich Center Rehabilitation Project, Bldg. #21 – The Ridges – Res. 1999 – 1632.....	535
Building No. 22 Rehabilitation – The Ridges – Res. 1999 – 1633 .....	539
Elson Hall Rehabilitation (Zanesville Campus) – Res. 1999 – 1634 .....	543
Educational Policies Committee.....	547
Designation of Ohio University Regional Campuses as University Centers – Res. 1999 – 1635.....	548
Board-Administration Committee/Committee of the Whole .....	551
Establishment of Employee Option Plan – Res. 1999 – 1636.....	552
Amending Resolution 1998 – 1615 Adopted by the Board of Trustees on October 2, 1998 Providing for the Authorization, Issuance and Sale of General Receipts Bonds of the President and Trustees of the Ohio University – Res. 1999 – 1637 .....	559
General Discussion - Call of Members .....	565

Announcement of Next Stated Meeting.....	566
Adjournment.....	567
Certification of Secretary.....	568
Executive Session.....	569
Special Meeting.....	570
Proposal to Develop and Identify Preferred Developer for Surplus University Property on East State Street – Resolution 1999 – 1638 .....	571

## I. ROLL CALL

Seven members were present: Patricia A. Ackerman; Chairman Gordon F. Brunner; Charles R. Emrick, Jr.; N. Victor Goodman; Brandon T. Grover; M. Lee Ong; and Robert D. Walter. This constituted a quorum.

Student Trustees Michelle Miller and Eric Roush also attended. John Susany, president of the Alumni Board of Directors, who in this role sits by invitation of the Board of Trustees, was present.

President Robert Glidden and Secretary Alan H. Geiger were also present.

## II. APPROVAL OF THE MINUTES OF THE MEETING OF December 11, 1998 (Previously distributed)

Mr. Grover moved approval of the previously distributed minutes. Mr. Brunner seconded the motion. All agreed.

## III. COMMUNICATIONS, PETITIONS, AND MEMORIALS

Secretary Geiger reported there were none

## IV. ANNOUNCEMENTS

Secretary Geiger stated there were no announcements.

## V. REPORTS

President Robert Glidden introduced Provost Sharon Brehm who presented the Trustees with a time-frame for the fiscal year 1999-2000 budget-planning process. Using the FY 1998-1999 budget outline, she then cited contemplated budget categorical differences on the expense side of the budget. Provost Brehm concluded by noting the Trustees will receive, at their April meeting, a preliminary budget report. A copy of the Provost's materials was distributed at the meeting and is included with the official minutes.

## VI. UNFINISHED BUSINESS

Chairman Brunner asked for an update on our research with the proposed image research instrument. He noted the instrument will propose to measure the attitude of how

the university is perceived in the cities of Cincinnati, Columbus and Cleveland as well as elsewhere. President Glidden presented copies of the instrument to Trustees, commenting the number of questions appeared excessive and that the entire instrument was being reviewed following testing and prior to its use. A copy of the instrument and a similar 1986 survey was distributed and both are enclosed with the official minutes.

## VII. NEW BUSINESS

Chairman Brunner asked Vice Chairman Goodman to chair and oversee the effort of reviewing, with the notation of continuing, the Center for Student Advocacy. He agreed and asked Student Trustee Roush to join him. Mr. Goodman noted others may be asked to serve with this review effort and that a final report and recommendation will be offered at the June meetings.

Chairman Brunner reported that Board committees had, at their respective meetings, discussed matters being presented to the Board. Items for action will be presented by the committee chairman or a committee member as designated by the chairman.

## A. BUDGET, FINANCE, AND PHYSICAL PLANT COMMITTEE

Chairwoman Ackerman thanked John Kotowski, facilities planner, for his report on the Grover Center Project and for the excitement this project, when completed, will offer to the campus. Mr. Emrick thanked those providing special financial support for needed campus facilities; especially his long-time friend Jody Phillips.

Vice President Siemer briefly reviewed financial reports sent to the Trustees and indicated he would be sending similar materials prior to each meeting. A copy of his report is included with the official minutes.

Committee Chairwoman Ackerman reported the committee had reviewed and is presenting seven resolutions for the Trustees' consideration. Committee members Emrick, Roush, and Ackerman offered the resolutions.

On a motion by Mr. Emrick, and seconded by Mr. Goodman, the Trustees voted aye to approve the following resolutions:

- Naming of Theater Space, Brasee Hall, Lancaster Campus – Res. 1999 -- 1628
- Naming of Dr. Steve & Kathy Carin Strength and Conditioning Center – Res. 1999 -- 1629
- Naming of Joan & Wallace Phillips Academic Service Center – Res. 1999 -- 1630
- Grover Center Rehabilitation and Addition– Res. 1999 -- 1631
- Voinovich Center Rehabilitation Project, Bldg. #21 – The Ridges – Res. 1999 -- 1632
- Building No. 22 Rehabilitation – The Ridges– Res. 1999 -- 1633
- Elson Hall Rehabilitation (Zanesville Campus) – Res. 1999 -- 1634

**FACILITY NAMING  
THEATER SPACE, BRASSE HALL  
LANCASTER CAMPUS**

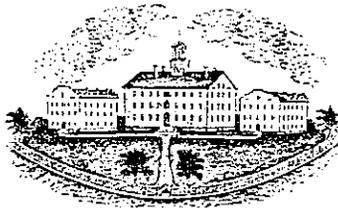
**RESOLUTION 1999 - 1628**

**WHEREAS**, Jeffrey R. Wagner was the founding and only director of the Lancaster theater program and offerings, and

**WHEREAS**, Professor Wagner produced 79 productions at the campus, acting in many over his 29 years of service to the Lancaster campus and community, and

**WHEREAS**, Professor Wagner has had significant influence on the lives of students and Lancaster community members and has contributed to the cultural well being of the campus and community.

**NOW, THEREFORE, BE IT RESOLVED** that the Ohio University Board of Trustees, in recognition of Professor Wagner's distinguished career; hereby name the theater at the Lancaster campus, the Jeffrey Wagner Theatre.



OHIO UNIVERSITY

Cutler Hall 206  
Athens OH 45701-2979  
740-593-2551 phone  
740-593-2867 fax

**Date:** January 2, 1999  
**To:** Alan Geiger, Assistant to the President  
**From:** James Bruning, Interim Vice President for Regional Higher Education  
**Re:** Attached Trustee's Action

A handwritten signature in black ink, appearing to be 'J. Bruning', written over the 'From:' line of the header.

Dean Charles Bird sent the attached letter of support to name the Lancaster Campus Theater in honor of Professor Jeff Wagner. As indicated in Dean Bird's letter, Professor Wagner served for nearly 30 years as a single person theater department giving uncountable hours to develop a professional quality operation. The initiative for naming the theater in his honor came from students, colleagues and community members. In addition, this recommendation has the unanimous support of the Coordinating Council and I also strongly endorse it.

## Ohio University-Lancaster

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Office of the Dean  
1570 Granville Pike  
Lancaster, Ohio 43130 1097  
740/654-6711

TO: James Bruning  
FROM: Charles Bird   
DATE: December 15, 1998

In recognition of Jeff Wagner's commitment to Ohio University-Lancaster and to the theatre arts, I propose that we name the theatre on the Lancaster campus, The Jeffrey R. Wagner Theatre. Given the uncountable number of hours that Jeff has spent in the theatre, the fact that Jeff single-handedly developed the space into a small, but professional quality operation, and the enormous gratitude felt by his colleagues and his students, this seems like a fitting tribute.

At the end of spring quarter 1998, Jeff took the Early Retirement Option, after 29 years of service at the Lancaster campus. For those 29 years, Jeff was a one person Theatre Department, generally serving as producer, director, set builder, and designer of lighting and sound. Jeff produced a total of 79 productions at the campus, acting in a number of them.

Many faculty members, hired in the early days of the campus, brought a level of extraordinary breadth and dedication to their work. Jeff is a shining example of the willingness of some faculty members to go far, far beyond the call of duty. In the time that I have been at Ohio University, I have observed Jeff consistently working late into the night and on weekends, bringing extraordinary attention to detail.

Jeff has inspired an enormous number of students and Lancaster community members to develop their interest in both the performing and technical aspects of theatre. A number of individuals have gone on to careers in theatre, largely as a result of Jeff's impact on their lives. Recently, the University has bestowed the title of Associate Professor Emeritus on Jeff, for his years of dedicated service.

You should know that the initiative for this proposal came from students and community members who have been involved in theatre at our campus. They have diligently followed up with me on their proposal, which I took to our campus Executive Committee and to the Lancaster Campus Coordinating Council for consideration. Both the Executive Committee and the Coordinating Council endorse this proposal. Accordingly, I would like to ask for your support and help in moving the proposal through appropriate University channels.

Thank you.

**NAMING OF THE STRENGTH & CONDITIONING CENTER  
IN HONOR OF DR. STEVE & KATHY CARIN**

**RESOLUTION 1999 – 1629**

**WHEREAS**, Dr. Steve Carin has been a dedicated and loyal team physician since 1983 and whose generous philanthropic naming gift to the strength & conditioning center made this project a reality, and

**WHEREAS**, (1) he serves the University as a member of the Foundation Board of Trustees, (2) serves on the Athletics Major Gifts Committee, (3) has been a faculty member of the College of Osteopathic Medicine since 1980, (4) has been extremely generous with his time, and always goes above and beyond the call of duty to provide excellent medical care to Ohio's student-athletes, and

**WHEREAS**, their generosity and support of Ohio University has brought respect to the University and help carry forward the strong tradition of academic and athletic excellence at Ohio.

**NOW, THEREFORE, BE IT RESOLVED**, that the strength & conditioning center henceforth be named **the Dr. Steve & Kathy Carin Strength & Conditioning Center**.



---

*Mid-American Conference  
Charter Member*

January 19, 1999

President Robert Glidden  
108 Cutler Hall  
Ohio University  
Athens, OH 45701

Dear Bob:

As you know, Dr. Steve & Kathy Carin recently committed a significant naming gift to the Department of Athletics specifically for the strength & conditioning center. Their loyal support has made this project a reality. With your permission, and that of the Board of Trustees, the Department of Athletics recommends that the new strength & conditioning center be named the "Dr. Steve & Kathy Carin Strength & Conditioning Center."

We are hopeful that this tribute to a great Ohio team physician can become a reality. If I may provide additional materials, please advise. Thank you for your consideration.

Best personal regards,

Thomas C. Boeh  
Director of Athletics

enclosure

**NAMING OF THE INTERCOLLEGIATE ATHLETICS SERVICES  
ACADEMIC CENTER IN HONOR OF JOAN & WALLACE PHILLIPS**

**RESOLUTION 1999 – 1630**

**WHEREAS**, Jody Galbreath Phillips has been a deeply loyal alumnus since her graduation in 1946 and whose generous philanthropic naming gift to the academic center made this project a reality, and

**WHEREAS**, (1) she served the University as a member of the Board of Trustees, (2) is Trustees Emeritus of the Foundation Board, (3) was National Chairwoman of the Peden Tower Campaign, (4) was a Medal of Merit Recipient in 1975 and Alumnus of the Year in 1982, and

**WHEREAS**, her generosity and support of Ohio University has brought respect to the University and help carry forward the strong tradition of academic and athletic excellence at Ohio.

**NOW, THEREFORE, BE IT RESOLVED**, that the intercollegiate athletics academic services center henceforth be named the **Joan & Wallace Phillips Academic Services Center**.



---

*Mid-American Conference  
Charter Member*

January 20, 1999

President Robert Glidden  
108 Cutler Hall  
Ohio University  
Athens, OH 45701

Dear Bob:

As you know, Jody Phillips recently provided the Department of Athletics with a significant naming gift specifically for student-athlete academic & developmental services. Her loyal support has made this project a reality. With your permission, and that of the Board of Trustees, the Department of Athletics recommends that the intercollegiate athletics academic services center be named the "Joan & Wallace Phillips Academic Services Center."

We are hopeful that this tribute to a great Ohio alumnus can become a reality. If I may provide additional materials, please advise. Thank you for your consideration.

Best personal regards,

Thomas C. Boeh  
Director of Athletics

enclosure

**APPROVAL OF CONSTRUCTION DOCUMENTS TO  
EXPAND AND REHABILITATE  
GROVER CENTER FOR THE  
COLLEGE OF HEALTH AND HUMAN SERVICES**

**RESOLUTION 1999— 1631**

**WHEREAS**, the 121<sup>st</sup> General Assembly, Regular Session, has introduced and approved Amended House Bill Number 748, and

**WHEREAS**, the 122<sup>nd</sup> General Assembly, Regular Session, has introduced and approved Amended Substitute House Bill Number 850, and

**WHEREAS**, Amended House Bill Number 748 and Amended Substitute House Bill 850 include funding totaling \$24,500,000 for the expansion and rehabilitation of Grover Center for the College of Health and Human Services, and

**WHEREAS**, the Ohio University Board of Trustees did authorize the President or his designee to recommend to the General Services Administration, Ohio Department of Administrative Services, Office of the State Architect the selection of an architectural consultant for the Grover Center Expansion and Rehabilitation Project, and

**WHEREAS**, Ohio University did select the firm of The Collaborative, Inc. as the associate architect for the Project, and

**WHEREAS**, final plans and specifications have been prepared and are ready for the advertisement of construction contracts.

**NOW, THEREFORE, BE IT RESOLVED** that the Ohio University Board of Trustees do hereby approve the plans and specifications for the Grover Center Expansion and Rehabilitation Project.

**BE IT FURTHER RESOLVED** that the Ohio University Board of Trustees do hereby authorize the advertisement for and receipt of bids for the Grover Center Project, and does empower the President or his designee to accept and recommend to the Deputy Director, General Services Administration, award of construction contracts provided total bids do not exceed available funds.

GRVR9602.RES

Vice President  
for Administration

Cutler Hall 209  
Athens OH 45701-2979  
614-593-2556



OHIO UNIVERSITY

January 25, 1999

Dr. Robert Glidden  
President  
Ohio University  
Cutler Hall

Dear Bob,

John Kotowski has been working with the staff from the College of Health and Consumer Science to finalize plans for the expansion and renovation of Grover Center as a home for the College. The Collaborative, an architectural firm from Toledo, Ohio, has developed plans for the project which are endorsed by the college staff and John Kotowski. They are seeking approval of the plans and request authorization to bid the project and award a construction contract.

I recommend approval.

Sincerely,

A handwritten signature in cursive script, appearing to read "Gary North".

Gary North

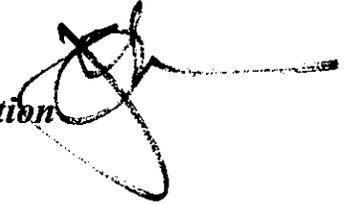
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gn\glidden.collaborative

# INTEROFFICE MEMORANDUM

**OHIO UNIVERSITY**  
FACILITIES PLANNING OFFICE  
Building 19, The Ridges  
Athens, Ohio 45701  
TELEPHONE: (740) 593-2727  
FAX: (740) 593-4081

*John Kotowski*  
*Director, Facilities Planning and Construction*  
E-MAIL: kotowski@oak.cats.ohiou.edu



TO: Dr. Gary B. North, Vice President for Administration

DATE: January 21, 1999

SUBJECT: APPROVAL OF PLANS AND SPECIFICATIONS AND  
RECOMMENDATION OF CONTRACT AWARD TO  
EXPAND & REHABILITATE GROVER CENTER FOR THE  
COLLEGE OF HEALTH AND HUMAN SERVICES

The University has assembled funding totaling \$24,500,000 for this project. These funds come from a number of sources in both Amended House Bill No. 748 and Amended Substitute House Bill No. 850. In Amended House Bill No. 748, the University will be utilizing an appropriation totaling \$8,913,000 identified for the first phase of this project as well as the bonding capacity that the bill made available for the Athens Campus which will generate \$3,400,000. Amended Substitute House Bill No. 850, contains an appropriation totaling \$12,000,000 for this work. In addition, at the last Board Meeting, the Board of Trustees approved the allocation of \$187,000 from the basic renovations line item in Amended Substitute House Bill No. 850 for this project as well.

The expansion and rehabilitation of Grover Center will permit the University to relocate the entire College of Health and Human Services into one facility. Another benefit of the project will be the fact that space will be freed in various locations around campus for other uses. When Grover Center is completed the facility will contain approximately 180,000 gross square feet of space. This building will include office and office support space, classroom facilities and specialized laboratory spaces. The building expansion will occur in two ways, first the large court space in the existing building will have two intermediate floors added, while the remainder of the new space will be in a series of additions to occur on the South, East and North faces of the building.

Page Two  
Dr. Gary B. North  
January 21, 1999

This project is ready for advertisement to seek construction bids. It is the goal of this office to begin construction in April, 1999. In order that I may proceed, I have enclosed a resolution for consideration by the Board of Trustees at their February 11, 1999 meeting which seeks approval of construction documents and provides authority to receive bids and recommend award of contracts so long as total bids do not exceed available funding.

I will provide you with a set of construction documents early the week of February 8, 1999 for use at the board meeting. If I can be of further assistance or provide additional information regarding this matter, please let me know.

JKK/slw/GRVR9602.GBN

enclosure

pc: Dr. Sharon S. Brehm  
Dr. Judith H. Matthews  
Ms. Pamela W. Callahan

# **CONSULTANT FOR THE VOINOVICH CENTER REHABILITATION PROJECT**

## **RESOLUTION 1999— 1632**

**WHEREAS**, the 122<sup>nd</sup> General Assembly, Regular Session, has introduced and approved Amended Substitute House Bill Number 850, and

**WHEREAS**, Amended Substitute House Bill Number 850 includes an appropriation in the amount of \$5,000,000 for the Center for Public Policy, and

**WHEREAS**, \$2,500,000 of this appropriation is intended to be used for the renovation of Building No. 21 at The Ridges into the Voinovich Center for Leadership and Public Affairs, and

**WHEREAS**, Ohio University has the authority to manage any project under \$4,000,000 locally and has begun the process of seeking proposals from interested architectural consultants for the project, and

**WHEREAS**, the Office of Facilities Planning and Construction will review the proposals and developed a short list of consultants to be interviewed by a selection committee made up of a group of involved members within the University Community.

**NOW, THEREFORE, BE IT RESOLVED** that the Ohio University Board of Trustees do hereby empower the President or his designee to interview and select an associate architect for the Voinovich Center for Leadership and Public Affairs Project.

**BE IT FURTHER RESOLVED** that the Ohio University Board of Trustees does hereby authorize the preparation of plans and specifications for this project.

VOIN9901.RES

Vice President  
for Administration



OHIO UNIVERSITY

Cutler Hall 209  
Athens OH 45701-2979  
614-593-2556

January 25, 1999

Dr. Robert Glidden  
President  
Ohio University  
Cutler Hall

Dear Bob,

Ohio University received a capital appropriation dedicated to the development of a facility to house the George Voinovich Center for Leadership and Public Policy. We plan to use buildings located on the Ridges to house the Center.

John Kotowski is seeking authorization to hire an architect to plan the project and develop bid specifications.

I recommend approval.

Sincerely,

A handwritten signature in cursive script, appearing to read "Gary North".

Gary North

GN:mm

gn\glidden.voinovich

# INTEROFFICE MEMORANDUM

**OHIO UNIVERSITY**  
FACILITIES PLANNING OFFICE  
Building 19, The Ridges  
Athens, Ohio 45701  
TELEPHONE: (740) 593-2727  
FAX: (740) 593-4081

*John Kotowski*  
*Director, Facilities Planning and Construction*  
E-MAIL: kotowski@oak.cats.ohiou.edu



TO: Dr. Gary B. North, Vice President for Administration

DATE: January 21, 1999

SUBJECT: APPROVAL TO HIRE A CONSULTING ARCHITECT  
FOR THE VOINOVICH CENTER PROJECT

Amended Substitute House Bill Number 850 contains a \$5,000,000 appropriation for the Center for Public Policy. The University intends on using \$2,500,000 for the rehabilitation of Building No. 21 at The Ridges for the Voinovich Center for Leadership and Public Policy. Building No. 21 contains just over 10,000 gross square feet of space. This building, which has been mothballed for about thirty years, will be renovated and will contain office and office support spaces, conference facilities as well as a number of computer laboratories of varying sizes.

Because the total budget for this project is under the \$4,000,000 cap for local administration, the University will be managing the work itself. The project has been advertised in the Ohio Register and interested consultants have until January 26, 1999 to respond with a proposal of interest. This office will review the proposals and develop a short list of consultants to interview. I am working with Dr. Weinberg and Facilities Management to assemble an interview committee to assist in identifying an associate architect. It is my hope that we will be able to conduct these interviews in March, 1999.

I am writing to ask that you introduce the enclosed resolution to the Board of Trustees at their regular meeting of February 11, 1999 so that I may proceed with the selection process, the hiring of a consultant and the development of construction

Page Two  
Dr. Gary B. North  
January 21, 1999

documents for this Center. If you have any questions or concerns regarding this item, please let me know. Thank you.

JKK/slw/VOIN9901.GBN

enclosure

pc: Dr. Sharon S. Brehm  
Dr. Mark L. Weinberg

# **CONSULTANT FOR THE BUILDING NO. 22 REHABILITATION PROJECT**

## **RESOLUTION 1999— 1633**

**WHEREAS**, the 122<sup>nd</sup> General Assembly, Regular Session, has introduced and approved Amended Substitute House Bill Number 850, and

**WHEREAS**, Amended Substitute House Bill Number 850 includes an appropriation in the amount of \$5,000,000 for the Center for Public Policy, and

**WHEREAS**, \$2,350,000 of this appropriation is intended to be used for the renovation of Building No. 22 at The Ridges to facilitate the relocation of the Institute for Local Government Administration and Rural Development (ILGARD) from the Technology and Enterprise Building also at The Ridges, and

**WHEREAS**, Ohio University has the authority to manage any project under \$4,000,000 locally and has begun the process of seeking proposals from interested architectural consultants for the project, and

**WHEREAS**, the Office of Facilities Planning and Construction will have reviewed the proposals and developed a short list of consultants to be interviewed by a selection committee made up of a group of involved members of the University Community.

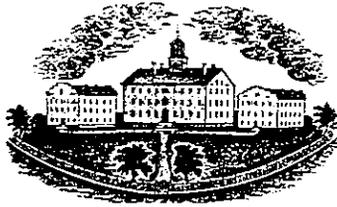
**NOW, THEREFORE, BE IT RESOLVED** that the Ohio University Board of Trustees do hereby empower the President or his designee to interview and select an associate architect for the Voinovich Center for Leadership and Public Affairs Project.

**BE IT FURTHER RESOLVED** that the Ohio University Board of Trustees does hereby authorize the preparation of plans and specifications for this project.

ILGD9901.RES

Vice President  
for Administration

Cutler Hall 209  
Athens OH 45701-2979  
614-593-2556



OHIO UNIVERSITY

January 25, 1999

Dr. Robert Glidden  
President  
Ohio University  
Cutler Hall

Dear Bob,

Ohio University was pleased to receive a five million dollars appropriation in the Capital Bill to renovate buildings on the Ridges for the Center for Public Policy. John Kotowski seeks authorization to hire a consulting architect to develop plans for the project which will create a new home for ILGARD.

I recommend approval.

Sincerely,

A handwritten signature in cursive script, appearing to read "Gary North".

Gary North

GN:mm

gn\glidden.center

# INTEROFFICE MEMORANDUM

**OHIO UNIVERSITY**  
FACILITIES PLANNING OFFICE  
Building 19, The Ridges  
Athens, Ohio 45701  
TELEPHONE: (740) 593-2727  
FAX: (740) 593-4081

*John Kotowski*  
*Director, Facilities Planning and Construction*  
E-MAIL: kotowski@oak.cats.ohiou.edu



TO: Dr. Gary B. North, Vice President for Administration

DATE: January 21, 1999

SUBJECT: APPROVAL TO HIRE A CONSULTING ARCHITECT  
FOR THE BUILDING NO. 22 REHABILITATION PROJECT

Amended Substitute House Bill Number 850 contains a \$5,000,000 appropriation for the Center for Public Policy. The University intends on using \$2,350,000 for the rehabilitation of Building No. 22 at The Ridges to provide a new home for the Institute for Local Government Administration and Rural Development (ILGARD). Building No. 22 contains just under 20,000 gross square feet of space. This building, which has been mothballed for about thirty years, will be renovated and will contain office and office support spaces, conference facilities as well as a number of computer and support laboratories of varying sizes.

Because the total budget for this project is under the \$4,000,000 cap for local administration, the University will be managing the work itself. The project has been advertised in the Ohio Register and interested consultants have until January 26, 1999 to respond with a proposal of interest. This office will review the proposals and develop a short list of consultants to interview for the renovation project. I am working with Dr. Weinberg and Facilities Management to assemble an interview committee to assist in identifying an associate architect. It is my hope that we will be able to conduct these interviews toward the end of February, 1999.

Page Two  
Dr. Gary B. North  
January 21, 1999

I am writing to ask that you present the enclosed resolution for consideration by the Board of Trustees at their regular meeting of February 11, 1999 so that I may proceed with the hiring of a consultant and the development of construction documents for the facility's renovation. If you have any questions or concerns regarding this item, please let me know. Thank you.

JKK/slw/ILGD9901.GBN

enclosure

pc: Dr. Sharon S. Brehm  
Dr. Mark L. Weinberg

## **ELSON HALL REHABILITATION, PHASE I**

### **RESOLUTION 1999 --- 1634**

**WHEREAS**, the 121<sup>st</sup> General Assembly, Regular Session has introduced and approved Amended House Bill Number 748, and

**WHEREAS**, the 122<sup>nd</sup> General Assembly, Regular Session, has introduced and approved Amended Substitute House Bill Number 850, and

**WHEREAS**, the Amended House Bill Number 748 and Amended Substitute House Bill Number 850 include funding totaling \$2,097,540.00 for the first phase of a project designed to completely rehabilitate Elson Hall on the Ohio University Zanesville Campus, and

**WHEREAS**, the Ohio University Board of Trustees did, at their regular meeting on December 2, 1996, approve the hiring of a consultant to prepare plans and specifications for the Project, and

**WHEREAS**, final plans and specifications have been prepared for advertisement on the rehabilitation of Elson Hall,

**NOW, THEREFORE, BE IT RESOLVED** that the Ohio University Board of Trustees does approve construction documents for the Elson Hall Rehabilitation, Phase I Project.

**BE IT FURTHER RESOLVED** that the Ohio University Board of Trustees does hereby authorize the advertisement for and receipt of bids on the Elson Hall Project, and does empower the President or his designee to accept and award construction contracts provided total bids do not exceed available funds.

ELSN9902.RES

Vice President  
for Administration

Cutler Hall 209  
Athens OH 45701-2979  
614-593-2556



OHIO UNIVERSITY

January 25, 1999

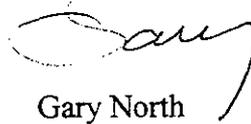
Dr. Robert Glidden  
President  
Ohio University  
Cutler Hall

Dear Bob,

John Kotowski has been working closely with the staff at Ohio University-Zanesville to complete plans for the Elson Hall, Phase I, Rehabilitation Project. He is seeking Board approval of the plan and requests authorization to advertise for bids and award a contract.

I recommend approval.

Sincerely,



Gary North

GN:mm

gn\glidden.elson

# INTEROFFICE MEMORANDUM

**OHIO UNIVERSITY**  
FACILITIES PLANNING OFFICE  
Building 19, The Ridges  
Athens, Ohio 45701  
TELEPHONE: (740) 593-2727  
FAX: (740) 593-4081

*John Kotowski*  
*Director, Facilities Planning and Construction*  
E-MAIL: kotowski@oak.cats.ohiou.edu



TO: Dr. Gary B. North, Vice President for Administration

DATE: January 21, 1999

SUBJECT: APPROVAL OF PLANS AND SPECIFICATIONS AND  
RECOMMENDATION OF CONTRACT AWARD FOR THE  
ELSON HALL REHABILITATION, PHASE I PROJECT

Amended Substitute House Bill Number 850 makes \$1,136,920.00 available to the University for the first phase of the Elson Hall Rehabilitation Project on the Ohio University Zanesville Campus. Appropriations in Amended House Bill 748 identified \$200,000.00 for site improvements at Elson Hall, \$55,896.00 for ADA improvements, and \$529,724.00 for the Elson Hall Rehabilitation Project. In addition, House Bill 748 identified debt service money that will generate \$355,000.00 for the Zanesville Campus. The total of all these funds, \$2,097,540.00 will be used to complete Phase I of the Elson Hall Rehabilitation Project.

Phase I includes a new ADA accessible entry and site development on the east side of Elson Hall as well as major rehabilitation to the first floor of the structure. This rehabilitation includes a renovated administration area as well as new computer and learning laboratories and renovated classrooms.

This project is ready for advertisement to seek construction bids. It is the goal of this office to begin construction shortly after graduation in June of this year. In order that I may proceed, I have enclosed a resolution for consideration by the Board of Trustees at their February 11, 1999 meeting which seeks approval of construction documents and provide authority to receive bids and recommend the award of contracts as long as total bids do not exceed available funding.

Page #2  
Dr. Gary B. North  
January 21, 1999

I will provide you with a set of construction documents early the week of February 8, 1999 for use at the board meeting. If I can be of further assistance or provide additional information regarding this matter, please let me know.

JKK/pwc/ELSN9902.GBN

pc: Dr. James Fonseca  
Dr. James Bruning  
Ms. Pamela W. Callahan

## B. EDUCATIONAL POLICIES COMMITTEE

Committee Chairwoman Ong reported the committee met and reviewed matters to come before Trustees. She thanked Provost Brehm for her update on academic assessment programs and noted the committee was pleased with this direction. Mrs. Ong then presented the only resolution for consideration.

On a motion by Mr. Grover and a second by Mr. Goodman, the Trustees voted unanimously to approve the following resolution:

Designation of Ohio University Regional Campuses as University Centers  
- Resolution 1999 -- 1635

**DESIGNATION OF OHIO UNIVERSITY REGIONAL CAMPUSES  
AS UNIVERSITY CENTERS**

**RESOLUTION 1999 – 1635**

**WHEREAS**, the role and mission of the several Regional Campuses and the Division of Lifelong Learning have expanded to include the offering of a full array of university courses, programs and services, and

**WHEREAS**, this full array of courses and programs includes upper division and graduate courses offered in cooperation with the colleges and departments at Ohio University, Athens, and

**WHEREAS**, through the use of a wide variety of innovative delivery methods, the Regional Campuses and the Division of Lifelong Learning have made the course, program and service activities of Ohio University available not only to the citizens of Southeastern Ohio, but to the entire State of Ohio and beyond, and,

**WHEREAS**, all of the above include a full range of outreach activities that allow Ohio University to achieve its mission in Southeastern Ohio,

**NOW, THEREFORE, BE IT RESOLVED**, that the five Regional Campuses of Ohio University be designated as University Centers. Specific designation will include Ohio University Center, Chillicothe; Ohio University Center, Eastern Campus; Ohio University Center, Lancaster; Ohio University Center, Southern Campus; Ohio University Center, Zanesville. It is further proposed that within the Division of Lifelong Learning there be designated the Ohio University Center for Distance and Distributed Learning.

Cutler Hall 206  
Athens OH 45701-2979  
740-593-2551 phone  
740-593-2867 fax



OHIO UNIVERSITY

January 7, 1999

President Robert Glidden  
Ohio University  
108 Cutler Hall  
Athens, OH 45701

Dear President Glidden:

The Regional Campuses of Ohio University in Belmont County, Chillicothe, Ironton, Lancaster and Zanesville had as their original role and mission the delivery of the first two years of college level course work. Over the years, this original role and mission has expanded to the point where the Regional Campuses have become the educational and cultural centers of not only their communities, but, of the entire region of Southeastern Ohio.

Of special importance in this expansion of the role and mission has been the use of various forms of technology including the microwave system, compressed video, radio and television, and the World Wide Web. Through the use of traditional delivery methods and the Regional Campuses, these technologies provide a full array of higher education programs and services that affect the complete range of intellectual, personal and economic lives of the citizens in their respective regions. These opportunities for place-bound and job-bound citizens in Southeastern Ohio to complete their college degree work in their own communities have permitted Ohio University to provide access to higher education for all residents in Southeastern Ohio.

The same type of expansion of the role and mission also has occurred in the Division of Lifelong Learning. The original mission of this unit was to offer traditional correspondence work to off-campus students throughout the world, and to provide continuing education opportunities for citizens in the Athens community. The role and mission of Lifelong Learning has now expanded to include leadership in the distance and distributed learning mission of Ohio University as it affects the region, the state and beyond. By working both with the Regional Campuses and the Athens Colleges and Departments, Lifelong Learning, through its varied and unique educational centers, has provided the opportunity for outreach of Ohio University not only to all citizens of the State of Ohio, but also, to the world.

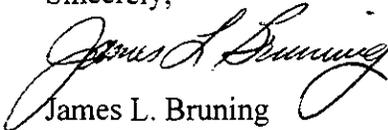
In addition to the full range of course work and educational delivery methods that are now being offered, the Regional Campuses and Lifelong Learning have taken on a full range of service activities which allow the benefits of Ohio University to be made available to all citizens in

January 7, 1999  
President Robert Glidden  
Page 2

Southeastern Ohio. Just a few of these include programs in music, theater, art, the hosting of renowned speakers, and contribution to a wide variety of economic development activities including the TOPS Program in Human Services and the Enterprise Ohio Job Training Grants.

As a reflection of this full range of course and program offerings, the use of innovative delivery methods, and the impressive array of outreach service activities offered through the Regional Campuses and Lifelong Learning, it is recommended that the five campuses appropriately be designated as University Centers, and that there be identified within Lifelong Learning a University Center for Distance and Distributed Learning. Such designations accurately describe the role and mission of Regional Higher Education in Southeastern Ohio, throughout the State and beyond, as an integral part of Ohio University.

Sincerely,



James L. Bruning  
Interim Vice President

JLB/kh

### C. BOARD ADMINISTRATION COMMITTEE

Committee Chairman Goodman noted the committee was meeting as a committee-of-the-whole. He reported the Budget, Finance and Physical Plant Committee had on Thursday received financial reports from Vice President for Finance Richard P. Siemer. He asked Mr. Siemer to briefly summarize his earlier reports. Copies are included with the official minutes as follows:

- University Financials
- Endowment Investments (performance through 12/31/98)
- Endowment Investments – Description
- Bond Issue Submission – Ohio Board of Regents
- Bond Issue Projects Pictorial
- Senate Bill 6 Report

Committee Chairman Goodman presented two items to the committee and called for separate action on each. On separate motions by Mr. Grover and seconds by Dr. Ackerman, the Trustees voted unanimously to approve the following resolutions:

- Establishment of Employee Option Plan – Res. 1999 -- 1936
- Amending Resolution 1998 -- 1615 adopted by the Board of Trustees on October 2, 1999 providing for the authorization, issuance and sale of General Receipts Bonds of the President and Trustees of the Ohio University. – Res. 1999 -- 1937

**ESTABLISHMENT OF EMPLOYEE OPTION PLAN**

**RESOLUTION 1999 -- 1636**

**WHEREAS**, the Ohio University Board of Trustees has requested the development of a supplemental compensation plan to be available for its selective use to attract and retain employees of outstanding competence,

**NOW, THEREFORE, BE IT RESOLVED** that the Ohio University Option Plan 1999-1 (the "Plan") be, and the same hereby is, approved and adopted; that the Board's delegable authority under the Plan be delegated to the Board Administration Committee; and that the Board Administration Committee and President of the University be authorized and directed to execute all documents, and take all steps necessary, to effectuate the Plan.



January 26, 1999

**MEMORANDUM**

TO: The Ohio University Board of Trustees

FROM: Dick Siemer *ds*

SUBJECT: Ohio University Option Plan 1999-1

Please find enclosed the subject option plan and its associated resolution. We have worked with outside counsel to develop the Plan. They, in turn, have consulted with professionals, as required, to confirm that tax and such considerations have been addressed in conformity with current applicable laws. The plan language has been structured so that the exercise of the option, as distinct from the vesting, is at the discretion of the Participant. The Plan allows for a broad-based program.

Enclosures

Cc: Robert B. Glidden, President  
Alan Geiger, Secretary to the Board

## OHIO UNIVERSITY OPTION PLAN 1999-1

### A. Purpose

The Ohio University Option Plan 1999-1 (the "Plan") is intended to (a) enable the Ohio University to retain in its employ persons of outstanding competence; and (b) place the Ohio University in a position to attract into its employ persons of outstanding ability for future vacancies.

### B. Definitions

Unless otherwise required by the context:

"Board" shall mean the Board of Trustees of the University.

"Committee" shall mean the Board Administration Committee, which is appointed by the Board, and which is composed of members of the Board.

"University" shall mean the Ohio University in Athens, Ohio.

"Date of Grant" shall mean the date on which an option is granted under the Plan.

"Investment" shall mean the type of property subject to options described in Section C below.

"Option" shall mean a right to purchase Property, granted pursuant to the Plan.

"Option Price" shall mean the purchase price for property under an Option, as determined in Section F below.

"Participant" shall mean an employee of the University participating under the Plan.

"Plan" shall mean this Ohio University Option Plan 1999-1.

"Property" shall mean the property subject to an Option.

"Qualifying Trust" shall mean a trust created during the Participant's lifetime, of which the Participant is the Settlor, the income of which is taxable to the Participant during the Participant's lifetime, and the corpus of which would be includable in the Participant's federal gross estate at the Participant's death.

### C. Property Subject to Options

The type of property that may be the subject of an Option is limited to property of the kind and character that may be purchased and held under the University's investment policies at the time the option is granted.

**D. Administration**

The Plan shall be administered by the Committee, and shall be responsible to the Board for the operation of the Plan. Two members of the Committee shall constitute a quorum for the transaction of business. If it determines that the President of the University, the Secretary to the Board, or the Vice President for Finance/Treasurer of the University should be offered participation in the Plan, the Committee shall make recommendations to the Board with respect to participation in the Plan by such officers of the University, and with respect to the extent of their participation, provided, however, that the Board can delegate to the Committee all or part of its authority to make decisions regarding such participation. The President of the University shall have authority to offer participation in the Plan, and to determine the extent of such participation, to any other employee of the University. The interpretation and construction of any provision of the Plan by the Committee shall be final, unless otherwise determined by the Board. No member of the Board or the Committee, and no President of the University, shall be liable for any action or determination he or she makes in good faith.

**E. Eligibility**

The Board, upon recommendation of the Committee, or the Committee itself if the Board delegates such authority, may grant Options to the President of the University, the Secretary to the Board, or the Vice President for Finance/Treasurer of the University. The President may grant Options to any other employee of the University. Options may be awarded at any time and from time to time to new Participants, or to then-participating Participants, or to a greater or lesser number of Participants, and may include or exclude previous Participants, as the Board, upon recommendation by the Committee, the Committee itself, or the President, as appropriate, shall determine. Options granted at different times need not contain similar provisions.

**F. Option Price**

The option price per share or unit with respect to each option shall be determined by the Committee or by the President, as appropriate, but shall in no instance be less than twenty-five percent (25%) of the fair market value of a share or unit of the Property on the Date of Grant. For the purposes hereof, fair market value shall be as determined by the Committee or President, and such determination shall be binding upon the University and upon the Optionee. The Committee or the President, as appropriate, may make such determination upon the basis of the mean between the highest and lowest selling prices at which shares or units of the Property were traded on the applicable recognized securities exchange on the Date of Grant or, if the Property was not traded on such Date, upon the basis of the mean of such prices on the date nearest preceding the Date of Grant, and upon any other factors which the Committee or the President, as appropriate, shall deem appropriate.

**G. Terms and Conditions of Options**

Options granted pursuant to the Plan shall be authorized by the Board (or by the Committee, if the Board delegates such function), or by the President, as appropriate, and shall be evidenced by agreements in such form as the Board (or by the Committee, if the Board delegates such function), upon recommendation of the Committee, or by the President, as appropriate, shall from time to time approve. Such agreements shall comply with and be

subject to the following terms and conditions.

1. **Employment Agreement.** Any Option may be granted under the Plan upon a condition that the Participant shall agree to remain in the employ of, and to render services to, the University for a period of time (specified in the agreement) following the date the Option is granted. No such agreement shall impose upon the University, however, any obligation to employ the Participant for any period of time.
2. **Time and Method of Payment.** The Option Price shall be paid in full in cash at the time an Option is exercised under the Plan; provided, however, that the Participant may direct the University to sell sufficient units of the Property to yield sufficient cash to pay the Option Price and all applicable withholding taxes. Otherwise, an exercise of any Option granted under the Plan shall be invalid and of no effect. Promptly after the exercise of an Option and the payment of the full Option Price, the Participant shall be entitled to an assignment of the Property to the Participant. A Participant shall have none of the rights of ownership of the Property until Property is assigned to him, and no adjustment will be made for earnings or other rights attributable the Property prior to the date such Property is assigned.
3. **Number of Shares or Units.** Each Option shall state the total number of shares or units of the Property to which it pertains.
4. **Option Period and Limitations on Exercise of Options.** The Board, Committee, or President, as appropriate, may, in their discretion, provide that an Option may not be exercised in whole or in part for any period or periods of time specified in the Option agreement. Except as provided in the Option agreement, an Option may be exercised in whole or in part at any time during its term.

#### **H. Termination of Employment**

Except as provided in Section I below, if a Participant ceases to be employed by the University, the Participant's Options shall terminate immediately; provided, however, that if a Participant's cessation of employment with the University is due to the Participant's retirement with the consent of the University, or if the Participant retires because of a disability, the Participant may, at any time within three months after such cessation of employment, exercise the Participant's Options to the extent that the Participant was entitled to exercise them on the date of cessation of employment. The Committee may cancel an Option during the three-month period referred to in this paragraph, if the Participant engages in employment or activities contrary, in the opinion of the Committee, to the best interests of the University. The Committee shall determine in each case whether a termination of employment shall be considered a retirement with the consent of the University or because of disability, and, subject to applicable law, whether a leave of absence shall constitute a termination of employment. Any such determination of the Committee shall be final and conclusive, unless overruled by the Board. The terms "retirement" and "disability" shall be as defined by the applicable state retirement system at the time the Committee is making its determination.

**I. Rights in Event of Death**

If a Participant dies while employed by the University, or within three months after having retired with the consent of the University, and without having fully exercised the Participant's Options, the executors or administrators, or legatees or heirs, of the Participant's estate, or the Trustee of any trust which may by transfer or by the Participant's death have attained rights in the Options, shall have the right to exercise such Options to the extent that such deceased Participant was entitled to exercise the Options on the date of the Participant's death.

**J. No Obligations to Exercise Option**

The granting of an Option shall impose no obligation upon the Participant to exercise such Option.

**K. Nonassignability**

Options shall not be transferable other than by will, Qualifying Trust, or by the law of descent and distribution; provided, however, that a Participant may transfer the Participant's Options to the Trustee of a Qualifying Trust. During a Participant's lifetime, the Options shall be exercisable only by such Participant, or by the Trustee of a Qualifying Trust. Any transfer to the Trustee of a Qualifying Trust shall be subject to all the terms and conditions of the Participant's Options as those terms and conditions applied to the Participant, including any substantial risk of forfeiture.

**L. Adjustments**

In the event that the outstanding shares or units of the Investment are hereafter increased or decreased or changed into or exchanged for a different number or kind of shares or units or other securities, by reason of a recapitalization, reclassification, stock split-up, combination of shares, or dividend or other distribution, appropriate adjustment shall be made by the Committee or the President, as appropriate, in the number and kind of shares or units for the purchase of which Options may be granted under the Plan. In addition, the Committee or the President, as appropriate, shall make appropriate adjustment in the number and kind of shares or units as to which outstanding Options, or portions thereof then unexercised, shall be exercisable, to the end that the proportionate interest of the holder of the Option shall, to the extent practicable, be maintained as before the occurrence of such event. Such adjustment in outstanding Options shall be made without change in the total price applicable to the unexercised portion of the Option but with a corresponding adjustment in the Option price per share or unit. Interest and dividends attributable to the Property will be reinvested in, or used to purchase additional units of, the Property, such additions to be considered to be part of the Property.

**M. Amendment and Termination**

The Board, by resolution, may terminate, amend, or revise the Plan at any time. However, neither the Board, nor the Committee, nor the President, may, without the consent of the

holder of an Option, alter or impair any Option previously granted under the Plan, except as authorized herein. Unless sooner terminated, the Plan shall remain in effect for a period of fifteen years from the date of the Plan's adoption by the Board. Termination of the Plan shall not affect any Option previously granted.

**N. Effective Date of Plan**

The Plan shall be effective from the date that the Plan is approved by the Board.

**Amending Resolution 1998-1615 adopted by the Board of Trustees  
on October 2, 1998 providing for the authorization, issuance and sale  
of General Receipts Bonds of The President and Trustees of the Ohio University**

**RESOLUTION 1999 -- 1637**

**WHEREAS**, The President and Trustees of the Ohio University (herein called the "University"), a state university of the State of Ohio created and existing under Chapter 3337 of the Ohio Revised Code, by resolution adopted by its Board of Trustees (herein called the "Board") on April 14, 1972 (herein called the "General Bond Resolution") and by a Trust Agreement dated as of June 1, 1972, as supplemented (herein called the "Trust Agreement"), comprised in part of the General Bond Resolution, has provided for the issuance from time to time of General Receipts Bonds of the University, each such issue to be authorized by a Series Resolution adopted by the Board pursuant to the Trust Agreement; and

**WHEREAS**, the General Bond Resolution was adopted and the Trust Agreement was authorized by the Board pursuant to Sections 3345.11 and 3345.12 of the Ohio Revised Code, enacted by the General Assembly of Ohio under authority of the Constitution of Ohio, particularly Section i of Article VIII thereof, which authorizes the University to issue its Bonds to pay costs of certain capital facilities, defined as "auxiliary facilities" or "education facilities" in Section 3345.12 of the Ohio Revised Code and called "University Facilities" in the General Bond Resolution and in this Series Resolution, and to refund, fund or retire such Bonds or other obligations previously issued for such purpose; and

**WHEREAS**, the Board on October 2, 1998 adopted Resolution 1998-1615 (the "Prior Resolution") providing for the authorization, issuance and sale of General Receipts Bonds as the seventh issue of Bonds under the Trust Agreement, in a principal amount then estimated not to exceed \$62,810,000 to provide funds to acquire, construct, equip, furnish, reconstruct, alter, enlarge, remodel, renovate, rehabilitate or improve the certain University Facilities described in the Prior Resolution, and if advantageous to the University, advance refund the Series 1993 Bonds (as defined in the Prior Resolution); and

**WHEREAS**, the Board desires to amend the Prior Resolution in order to revise the University Facilities to be acquired, constructed, equipped, furnished, reconstructed, altered, enlarged, remodeled, renovated, rehabilitated or improved with the proceeds such seventh issue of Bonds, revise the terms upon which such seventh issue of Bonds are to be issued, and remove the refunding of the Series 1993 Bonds as a purpose of such seventh issue of Bonds;

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE PRESIDENT AND TRUSTEES OF THE OHIO UNIVERSITY, as follows:**

Section 1. All references in the Prior Resolution to "1998" shall be and hereby are amended to read "1999".

Section 2. The fifth "Whereas" clause of the Prior Resolution shall be and hereby is amended to read as follows:

**"WHEREAS**, the University has previously determined, and does hereby confirm, that it is necessary to acquire, construct, equip, furnish, reconstruct, alter, enlarge, remodel, renovate, rehabilitate or improve the following University Facilities at the respective estimated costs (being collectively referred to herein as the "1999 Projects"):

<u>Project Name</u>	<u>Description</u>	<u>Estimated Cost</u>
(i) Chilled Water Loop	Several regional chilled water distribution systems for the main campus, including construction of a distribution system, replacement of a number of existing chillers and the addition of a number of new chillers, and supporting equipment, and interconnecting the chillers in each of the regional distribution systems.	\$12,100,000
(ii) Recreation Facilities Improvement	Construction of a tent-type structure over four tennis courts, construction of a starter/club house to service the tennis courts and the golf course and partial renovation and expansion of Bird Arena.	\$2,000,000
(iii) Child Care Center	Renovation and expansion of an existing building in the Ridges into an approximately 12,000 square foot child care facility including parking and site improvements.	\$2,250,000
(iv) Grover Center Rehabilitation and Expansion	Renovation and expansion of Grover Center to accommodate the needs of the College of Health and Human Services.	\$3,400,000
(v) Regional Campus Projects	Construction of a lab/multi hall at the Chillicothe campus, renovation to Shannon Hall at the Eastern campus, renovation to the 4th floor of Brasee Hall at the Lancaster campus, renovation to the Riffe building at the Southern campus, and renovation to Elson Hall at the Zanesville campus.	\$2,200,000

(vi) West State Street Laboratory Facility	Construction of approximately 30,000 gross square feet of space to be used for research, including parking, extension of utilities, landscaping and site improvements.	\$5,570,000
(vii) Track and Turf	Relocating the track from Peden Stadium including constructing an astroturf infield and bleachers for 1000 spectators	\$2,575,000
(viii) Ridges Conference Center - Building 16	Renovating the first and second floors of Building 16 and attached octagon chapel as an approximately 20,000 square foot training and professional development center	\$2,200,000

; and”

Section 3. The sixth “Whereas” clause of the Prior Resolution concerning the advance refunding of the Series 1993 Bonds shall be and hereby is deleted.

Section 4. The seventh “Whereas” clause of the Prior Resolution shall be and hereby is amended to read as follows:

“**WHEREAS**, the University has determined to issue, as the seventh issue of Bonds under the Trust Agreement, not to exceed \$32,650,000 principal amount of General Receipts Bonds, to be designated “General Receipts Bonds, Series 1999, or such other designation as authorized hereby (the “Series 1999 Bonds”), for the purposes aforesaid, and desires to provide therefor by this Resolution of its Board; and”

Section 5. The definitions of “Defeasance Obligations”, “Escrow Agreement”, “Escrow Fund”, “Escrow Trustee”, and “Refunded Bonds” set forth in Section 1 of the Prior Resolution shall be and hereby are deleted.

Section 6. Section 3 of the Prior Resolution shall be and hereby is amended to read as follows:

“Section 3. Authorization, Designation and Purpose of Series 1999 Bonds. It is hereby declared to be necessary and in the best interests of the University to, and the University shall, issue, sell and deliver, as provided and authorized herein not to exceed \$32,650,000 principal amount of General Receipts Bonds of the University, on a parity with all other outstanding Bonds, which shall be designated “General Receipts Bonds, Series 1999” or such other designation as may be specified in the Series 1999 Certificate of Award (the “Series 1999 Bonds”), for the purposes of paying costs of the 1999 Projects. For such purposes, the proceeds from the sale of the Series 1999 Bonds shall be allocated and deposited as provided in Section 6 hereof. The principal amount of the Series 1999 Bonds to be issued shall be determined by the Fiscal Officer and specified in the Series 1999 Certificate of Award, provided that the portion of the Series 1999 Bonds issued to pay costs of the 1999 Projects shall not exceed \$32,295,000. The Series 1999 Bonds shall consist of Current Interest Bonds or Capital Appreciation Bonds, or

a combination of both, in such respective principal amounts as shall be set forth in the Series 1999 Certificate of Award.”

Section 7. The paragraph (b)(3) of Section 4 of the Prior Resolution shall be and hereby is amended to read as follows:

(ii) The Series 1998 Bonds shall mature on the dates and in the amounts set forth in the Series 1998 Certificate of Award, provided that the final maturity of the portion of the Series 1998 Bonds issued to pay costs of the 1998 Projects shall be not later than December 1, 2024. The Series 1998 Bonds shall bear interest (i) payable on each Interest Payment Date or upon earlier redemption, in the case of Current Interest Bonds, and (ii) accrued and compounded on each Interest Accretion Date and payable at maturity, in the case of Capital Appreciation Bonds, in each case as set forth in the Series 1998 Certificate of Award, provided that the average interest rate payable by the University on the Series 1998 Bonds constituting Current Interest Bonds over the entire projected term of such Current Interest Bonds shall not exceed seven per cent (7%) per annum, and that the average yield to maturity to the holders of the Series 1998 Bonds constituting Capital Appreciation Bonds shall not exceed seven per cent (7%) per annum.

Section 8. The first paragraph of Section 5 of the Prior Resolution shall be and hereby is amended to read as follows:

“Section 5. Sale of the Series 1999 Bonds; Series 1999 Certificate of Award. The Series 1999 Bonds shall be awarded and sold to the Original Purchaser at the price set forth in the Series 1999 Certificate of Award, such price for any maturity of the Series 1999 Bonds shall be not less than 95% of the principal amount thereof, plus accrued interest on the aggregate principal amount of the Series 1999 Bonds from their dates to the date of delivery to and payment by the Original Purchaser, all in accordance with, and subject to the terms and conditions of, the Original Purchaser’s proposal contained in the hereinafter described bond purchase agreement. Such award and sale shall be evidenced by the execution of a Series 1999 Certificate of Award by the Fiscal Officer setting forth such award and sale, the other matters to be set forth therein referred to in this Resolution, and such other matters as the Fiscal Officer determines are consistent with this Resolution, the Trust Agreement and the Seventh Supplemental Trust Agreement. That the matters contained in the Series 1999 Certificate of Award are consistent with this Resolution, the Trust Agreement and the Seventh Supplemental Trust Agreement shall be conclusively evidenced by the execution of the Series 1999 Certificate of Award by such officer. The Series 1999 Certificate of Award shall be and hereby is incorporated into this Resolution and the Seventh Supplemental Trust Agreement.”

Section 9. Section 5 of the Prior Resolution shall be and hereby is amended to read as follows:

“Section 6. Allocation of Proceeds of Series 1999 Bonds. All of the proceeds from the sale of the Series 1999 Bonds shall be received and receipted for by the Fiscal Officer, and shall be deposited and allocated as follows:

(a) To the Bond Service Account in the General Receipts Bond Service Fund, the portion of such proceeds representing accrued interest and any capitalized interest directed to be deposited in the Bond Service Account by the Series 1999 Certificate of Award; and

(b) To the 1999 Construction Fund which is hereby created as separate deposit account (except when invested as hereinafter provided) in the custody of the University or the Trustee, as the Fiscal Officer shall determine, such amount as set forth in the Series 1999 Certificate of Award, as is necessary to provide for the costs of the 1999 Projects, including costs associated with the issuance of the Series 1999 Bonds.

Such proceeds are hereby appropriated for the purposes of the respective funds into which such proceeds are deposited.

“The Series 1999 Bonds shall not be payable from, and the Series 1999 Bonds shall not be secured by, any moneys in or investments credited to the Bond Service Reserve Account, and therefore, Bond service charges on the Series 1999 Bonds shall not have access to or claims upon the Bond Service Reserve Account. Accordingly, no change in the Required Reserve shall be necessitated by reason of the issuance of the Series 1999 Bonds.”

Section 10. The second, third and fourth paragraphs of Section 7 of the Prior Resolution shall be and hereby are amended to read as follows:

“Moneys in the 1999 Construction Fund shall be used for the purpose of paying costs of the 1999 Projects, including capitalized interest, and any costs associated with the issuance of the Series 1999 Bonds, and shall be disbursed upon the written request of the Fiscal Officer on behalf of the University.

“The University covenants that it will proceed with due diligence to complete the 1999 Projects and pay such costs. Upon completion of the 1999 Projects and the final payment of such costs, the University shall deliver to the Trustee a certificate of the Fiscal Officer on behalf of the University stating that fact and setting forth the amount, if any, then remaining in the 1999 Construction Fund which shall be transferred to the Bond Service Account of the Bond Service Fund pursuant to this Section.

“Upon such certification, any moneys remaining in the 1999 Construction Fund and certified pursuant to the preceding paragraph shall be transferred by the party having custody of such Fund to the Bond Service Account of the Bond Service Fund as set forth in the immediately preceding paragraph.”

Section 11. Section 8 of the Prior Resolution shall be and hereby are amended to read as follows:

“Section 8. Seventh Supplemental Trust Agreement. The Chairman of the Board, the President of the University, the Secretary of the Board and the Fiscal Officer, or any one or more of them, are each authorized and directed to execute, acknowledge and deliver, in the name of and on behalf of the University, a Seventh Supplemental Trust Agreement pursuant to the Trust Agreement in connection with the issuance of the Series 1999 Bonds, in a form not substantially adverse to the University as may be permitted by the Act and the Trust Agreement and approved

by the officer or officers executing the same on behalf of the University. The approval of such forms by the Board and such officer or officers, and the fact that such forms are not substantially adverse to the University, shall be conclusively evidenced by the execution of the Seventh Supplemental Trust Agreement by such officer or officers.

“The Chairman of the Board, the President of the University, the Secretary of the Board and the Fiscal Officer are each separately authorized to execute and deliver, on behalf of the University, such other certificates, documents and instruments as are necessary in connection with the transactions authorized in this Resolution, and to do all other things required of them or the University pursuant to the Trust Agreement and this Resolution.”

Section 12. Except as amended by this Resolution, all other provisions of the Prior Resolution shall be and hereby are approved, ratified and confirmed.

Section 13. It is found and determined that all formal actions of the Board concerning and relating to the adoption of this Resolution were adopted in an open meeting of the Board, and that all deliberations of the Board and of any of its committees that resulted in such formal actions were in meetings open to the public, in compliance with all legal requirements, including Section 121.22 of the Revised Code of Ohio.

Section 14. This Resolution shall take effect and be in force immediately upon its adoption.

Adopted: February 12, 1999

## VIII. GENERAL DISCUSSION - CALL OF MEMBERS

Trustees' members in turn, including President Glidden, thanked those for presenting reports at the Trustees' meetings. These included Provost Sharon S. Brehm; Interim Vice President for Research and Graduate Studies Carol Blum; Dean of Lifelong Learning Thomas A. Shostak; and Karen S. Reynolds, director of corporate and foundation relations. Their presentations included possible ways to increase University revenues for strategic investment in University priorities. Copies of each presentation are included with the official minutes.

President Glidden gave two reports. The first dealt with the identification of benchmarking institutions. He reviewed several different measures and institutions and concluded we are probably most like and aspire to be similar to Northwestern, University of Virginia, UNC – Chapel Hill, Tulane, University of California – Irvine and University of California – Santa Barbara. Second, the president provided information on Ohio's and other MAC university athletic budgets, number of athletic programs, graduation rates, etc. Copies of the president's report are included with the official minutes.

Presenting on Thursday afternoon, was Associate Provost for Information Technology Doug Lawrence. Dr. Lawrence's report updated the Trustees on the institution's year 2000 readiness. His status report was broken down into central and peripheral systems, Y2K Task Force activities, and Athens Campus student computer access. He concluded his report by noting the Information Resource Council will make a recommendation to the president this spring regarding the desirability of implementing a computer ownership requirement for freshmen entering in the fall of 2000. As a part of preparing this recommendation he indicated the Council had already reviewed student computer access programs at Wake Forest and Virginia Tech and that programs of more universities will be reviewed. An outline of Dr. Lawrence's presentation is included with the official minutes.

Dr. Ackerman commented the agenda for the meetings indicated the university was in "the green."

Mr. Emrick noted he found all the reports helpful.

Mrs. Ong apologized for missing the morning reports but noted she was not feeling well.

Mr. Susany stated the alumni office was now fully staffed and that he will offer a full report on its activities at the June meetings.

Ms. Miller indicated the search process for identifying student trustee candidates has begun and noted Student Trustee Roush's appointment expires May 12, 1999. She happily commented she became engaged December 1, 1998 and then introduced her fiancé, Jeffrey Owens.

Mr. Walter commented he enjoyed the luncheon with campus personnel and asked that we continue this activity. He noted individuals from this group were pretty happy here and that they appreciated the quality of new faculty and staff hires.

Mr. Grover noted he liked the activities we provide for students and suggested analyzing them to see if increasing them would help offset binge drinking.

Mr. Roush thanked Mr. Grover for highlighting student concerns and thanked him for attending the recent student trustee orientation.

Mr. Goodman thanked Provost Brehm for her response on assessment matters raised by the Trustees and noted support for this effort by our faculty.

President Glidden stated he would provide a follow-up report on bench-marking at the fall meeting. He noted in response to a question from Trustee Roush that 85 percent of our undergraduate classes are taught by individuals holding professorial rank.

Chairman Brunner indicated he felt our session on budget was helpful and that he liked putting some of our budget at risk to meet strategic needs. He noted, regarding the image and marketing matter, that at each time one looks at the data the university is better than most think. He also asked if there were barriers affecting graduation rates and what we might do about any that exist.

## **IX. ANNOUNCEMENT OF NEXT STATED MEETING**

Secretary Geiger announced the Board of Trustees would meet next on the Athens Campus, Thursday, April 15, 1999, for committee/study sessions and Friday, April 16, 1999, for the formal board meeting. The June meetings are to be held in Athens on June 24 and 25, 1999. It was also agreed that the October 1999 meeting schedules for October 1 and 2 will be rescheduled to Thursday, October 7 and Friday, October 8, 1999.

## X. ADJOURNMENT

Determining there was no further business to come before the Board, Chairman Brunner adjourned the meeting at 3:00 p.m.

## XI. CERTIFICATION OF SECRETARY

Notice of this meeting and its conduct was in accordance with Resolution 1975 - 240 of the Board, which resolution was adopted on November 5, 1975, in accordance with Section 121.22(F) of the Ohio Revised Code and of the State Administration Procedures Act.

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Gordon F. Brunner  
Chairman

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Alan H. Geiger  
Secretary

## EXECUTIVE SESSION

3:00 p.m. Friday, February 12, 1999  
McGuffey Hall Trustees Room  
Ohio University, Athens Campus

On a motion by Mr. Brunner, and a second by Mrs. Ong, the Ohio University Trustees resolved to hold an executive session to consider personnel matters under Section 121.22(G)(1), real estate matters under Section 121.22(G)(2), litigation or the threat thereof under Section 121.22(G)(3) of the Ohio Revised Code on the 12th day of February 1999.

On a roll call vote Dr. Ackerman, Mr. Brunner, Mr. Grover, Mr. Emrick, Mr. Goodman, Mrs. Ong, and Mr. Walter voted aye. This constituted a quorum. President Robert Glidden and Board Secretary Alan Geiger were present. Legal Counselor John Burns attended the session. Vice President for Finance Richard Siemer, Vice President for Administration Gary North and Stephen DeBetitto, consultant, attended the session regarding real estate.

### Real Estate

Vice President Siemer summarized the status of discussions of consultations on the final development of the remaining 45 acres of University surplus property on East State Street. Mr. Burns assisted with the description of the basic terms and conditions of a proposed lease agreement with Continental Properties Company, Inc., of Menomonee Falls, Wisconsin. The Trustees' discussion concluded by agreeing to hold a special meeting immediately following the Executive Session to formally consider authorizing execution of the proposed lease agreement.

### Litigation

Counselor Burns reviewed major legal cases against the University and discussed issues related to individual Trustee liability. Trustees asked that some form of release and control be initiated for special weekend activities in the residence halls.

## SPECIAL MEETING

4:00 p.m., Friday, February 12, 1999  
McGuffey Hall Trustees Room  
Ohio University, Athens Campus

The Ohio University Board of Trustees voted, by roll call, to hold a special meeting to consider the final development of the remaining (undeveloped) surplus University property on East State Street. All Trustees present voted aye, namely: Dr. Ackerman, Mr. Brunner, Mr. Emrick, Mr. Goodman, Mr. Grover, Mrs. Ong and Mr. Walter. This constituted a quorum. Student Trustee Roush attended, as did President Glidden and Secretary Geiger.

Vice President Siemer presented the development proposal and lease agreement for the development of the surplus 45 acres of University property on East State Street. He reviewed the solicitation of proposal process, the method of identifying the recommended developer, the relationship of the proposed project to land under the control of the Hocking Conservancy District and the advantages of having such a retail complex in the Athens community.

In order for discussion to begin, Mr. Walter moved and Mr. Grover seconded the motion to approve the proposed development lease between Ohio University and Continental Properties Company, Inc., as described in the attached resolution and accompanying materials. A statement describing the proposed action was then distributed to all those in attendance.

Mr. Gregory Broadhurst, a community resident and environmentally trained and concerned individual, asked the Trustees that all applicable environmental, historical, cultural and other relevant laws and regulations be followed before final commitments are made to develop this property. He stated he wanted to have the whole picture looked at from a community viewpoint.

No other public or written comments were offered.

Trustees reaffirmed their executive session deliberations and the question was called. All Trustees present voted in favor of the Resolution.

The meeting concluded at 4:30 p.m.

**PROPOSAL TO DEVELOP AND IDENTIFY PREFERRED DEVELOPER FOR  
SURPLUS UNIVERSITY PROPERTY ON  
EAST STATE STREET**

**RESOLUTION 1999 - 1638**

**WHEREAS**, The Ohio University Board of Trustees on May 29, 1970 resolved that, "the Trustees have determined the East State Street Airport (previous Airport property) will not be required after the aviation program was moved to the Albany Airport for the use of Ohio University, nor will it be required for future use of Ohio University", and

**WHEREAS**, as a result of the 1970 action, the administration has sought to develop the property, including the development of the Athens Mall and the Kroger Store, and following considerable recent discussions and negotiations a development proposal from Continental Properties Company, Inc., for the remaining 45 acres has been accepted for presentation to the Ohio University Board of Trustees, and

**WHEREAS**, Continental Properties Company, Inc., has prepared the proposal for the use of all remaining 45 acres on East State Street for further commercial development, specifically to build a retail shopping center, and

**WHEREAS**, the Ohio University Board of Trustees has given consideration to the best interests of Ohio University, and particularly sees a positive benefit and impact upon the Ohio University and the Athens community if a new retail shopping center is built.

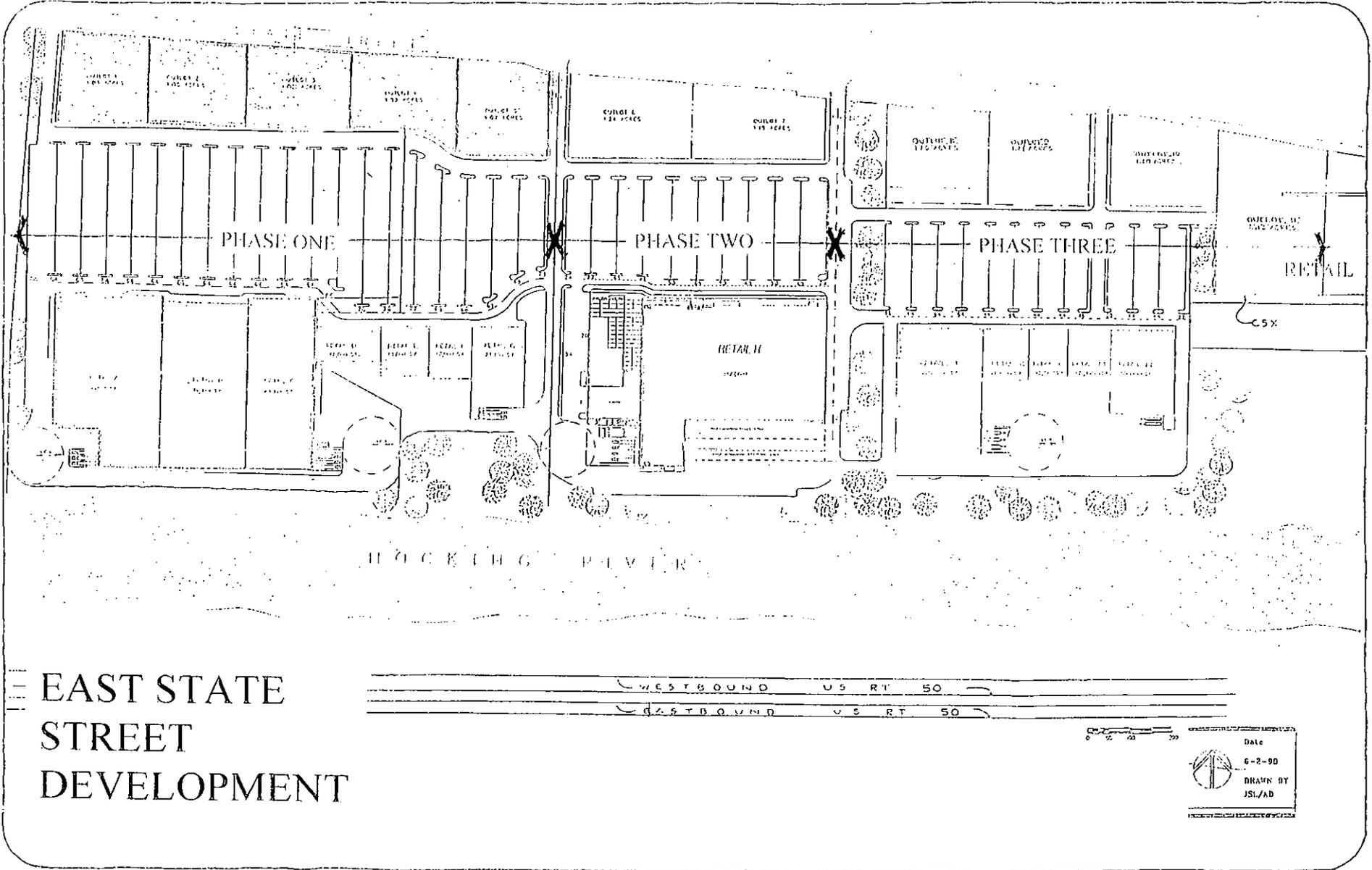
**NOW, THEREFORE, BE IT RESOLVED**, that the Ohio University Board of Trustees takes the actions as described herein in accordance with Section 123.77 O.R.C.

1. The Board of Trustees reaffirms its previous resolution that the East State Street Property is not required for the educational purposes of Ohio University, and that the best interest of Ohio University is served by further development of the remaining property as aforementioned.
2. The Board of Trustees approves the Basic Terms of Lease presented and as recommended by the administration.
3. The Board of Trustees authorizes the President of the university to give final approval to the terms, conditions and language of the lease, and for the President or his designee to make the proper requests to the State of Ohio for

final approval of the lease and arrange for execution in accordance with Ohio law.

**AND, FURTHER BE IT RESOLVED**, that in accordance with the Basic Terms of Lease the President may enter into an Option to Lease for a specific length of time and under terms and conditions as he may approve to provide Continental Properties Company, Inc. exclusive development rights to the East State Street property before the lease is forwarded to the State of Ohio for final approval and execution.

**AND, FURTHER BE IT RESOLVED** that the Ohio University Board of Trustees dedicates the income to the Ohio University from this lease for purposes approved by the President.



EAST STATE  
STREET  
DEVELOPMENT

0 10 20 30


 Date  
6-2-90  
DRAWN BY  
JSL/AD

*Ala*



## Interoffice Communication

OHIO UNIVERSITY

DATE: February 11, 1999  
TO: The President and Board of Trustees  
FROM: John F. Burns, Director of Legal Affairs  
RE: Final Development of the Remaining E. State Property

The final development of the remainder of Ohio University's E. State St. property is now possible and is being proposed to the Ohio University Board of Trustees by the university staff.

This proposal involves requested approval of the attached Basic Terms of Lease with Continental Properties Company, Inc. for a twenty one (21) year lease with options up to another fifty nine (59) years for the remaining 45 acres of the E. State property. The income from this development will be based on fixed and percentage rents over the term of the lease. The base rent will be \$297,000.00/year during the first years to a fully developed project in a few years with an estimated income of \$350,000.00+/year, after the development of the out-parcels for restaurants etc, with a quarter of any percentage rents on the out-parcels provided to Ohio University. Further, there is a provision for protection of the Kroger Store percentage rent and a CPI base rent adjustment every five (5) years.

The Basic Terms of Lease include a number of issues that the trustees have expressed an interest, including approval of the design and providing advice on future tenants. Further, given the complications and expenses of this development, there are due diligence lease contingencies put into the lease terms, including acquisition of the Hocking Conservancy District (HCD) land and appropriate governmental approvals. Also, if the due diligence timetable extends beyond an initial three (3) months, the lessee will pay Ohio University to continue the due diligence period. Our consultants interviewed six (6) developers and Continental Properties Company, Inc. has been recommended as the preferred developer due to their addressing the economic and other criteria Ohio University set for development of this property.

The attached resolution has been prepared to authorize the Ohio University Board of Trustees to approve the Basic Terms of Lease, with the President provided the authority to approve the final language of the lease to complete the development of Ohio University's E. State St. property.

The university staff and a representative of our consultant will be available at the board meeting to answer any questions. I am also

providing a letter of recommendation from our lead consultant, Mr. Michael A. Finn, regarding this project, and a general drawing of the proposed development.

Thank you very much.

JFB:tmw

cc: Dr. Alan H. Geiger, Secretary to the Board of Trustees  
Mr. Richard Siemer, Vice President for Finance  
Dr. Gary North, Vice President for Administration  
Mr. John K. Kotowski, University Facilities Planner

Enclosures

Proposed Development Lease  
Between  
Ohio University  
and  
Continental Properties Company, Inc.

Summary  
of  
Basic Terms of Lease  
and  
Option to Lease

The Site

- A total of 45± acres to be developed in three (3) phases, which development would also include 24± acres acquired from the Hocking Conservancy District (HCD).
- First phase consisting of approximately 30± acres to be developed within one (1) year
- Second phase consisting of approximately 18± acres to be developed within two (2) years
- Third phase consisting of approximately 21± acres to be developed within three (3) years
- Later additions of out-parcels on approximately one acre plots.
- Total acreage for the site and for each phase is subject to final site plan and will be determined by survey to be prepared by Continental Properties Company, Inc.

Master Lease

- A master ground lease to be entered into between Ohio University and the State of Ohio and Continental Properties Company, Inc. or its related affiliates as lessee, with lease provisions for separate financial arrangements for each phase of the development.

Term

- Initial term of twenty-one (21) years and provisions for a twenty (20) year term for each phase of the development commencing upon rent commencement date
- Eleven (11) additional five (5) year renewals and one (1) four (4) years for an additional total of sixty (60) years.

Base Rent

- \$6,600 per acre total acreage for each phase starting when each phase is complete or within one (1) year of development time table for each phase
- Base rent escalator of 70% of the Consumer Price Index (CPI), adjusted every five (5) years from the date of the Master Lease.

## Additional Rent for Phase I

- As long as a grocery store is operating on the adjacent site, lessee agrees to pay additional rent to the extent, if any, that Ohio University's percentage rent from the adjacent grocery store site is decreased below \$170,000.00/year, calculated as follows:
  - \$0.75 per \$1.00 of reduced rent for first ten (10) years, not to exceed \$110,000 per year
  - \$0.50 per \$1.00 of reduced rent for second ten (10) years, not to exceed \$110,000 per year
  - No additional rent after twenty (20) years.

## Additional Rent for Out-Parcels

- The base rent for all developed out - parcels will increase from a base rent of \$6,600 per acre to a base rent of \$10,000/acre plus 25% of all percentage rents applicable to the out - parcels upon completion of development of each of the out-parcels.

## Design and Tenants

- Ohio University will have approval of the final design plans, not to be unreasonably withheld, and will consult on selection of tenants.

## Due Diligence Period(s)

- Lessee will have an initial three (3) months to meet all lease contingencies
- If an extension of another three (3) months is needed, lessee will pay to Ohio University \$25,000.00
- If another extension of three (3) months is needed, lessee will pay to Ohio University another \$25,000.00
- If all lease contingencies are fulfilled, the first \$25,000.00 payment will be applied against the future base rent.

## Lease Contingencies

- Approval of the Basic Lease Terms and Option to Lease by the Ohio University Board of Trustees at its February 12, 1999 meeting.
- Lease commencement is contingent upon lessee's due diligence period and lessee obtaining the following items within a total period of nine (9) months from the lease approval by the Ohio University Board of Trustees, which are projected to be completed by November 12, 1999:

- Lease of the Hocking Conservancy District (HCD) land
  - Approval from all governmental agencies
  - Tenant(s) entering into leases
  - Environmental and geotechnical reports are satisfactory
  - Title and survey are satisfactory
  - Lease provision acceptance to Continental Properties Company, Inc. that provide for separate financial arrangement for each phase
- Lease provisions in the Master Lease acceptable to Continental Properties Company, Inc. that provide for separate financial arrangements for each phase of the development.
  - Final lease approval by the President of Ohio University and the State of Ohio. If all other lease contingencies are met, this contingency will not require an extension of the due diligence period.

Subject to the Lease Contingencies stated above, Ohio University hereby grants to Continental Properties Company, Inc. an exclusive Option to Lease the site for the duration of the Due Diligence Period(s), all in accordance with the Basic Lease Terms stated herein.

OHIO UNIVERSITY

CONTINENTAL PROPERTIES COMPANY, INC.

By *Richard Steiner* 2/11/99  
 Richard Steiner Date  
 Vice President For Finance

By *Daniel J. Minahan* 2/11/99  
 Daniel J. Minahan Date  
 Executive Vice President



# Chesapeake

Real Estate  
Development  
Investment and  
Management

February 5, 1999

Mr. John F. Burns  
Director  
Office of Legal Affairs  
Pilcher House  
Athens, OH 45701-2979

Dear John;

Steve De Betitto and I have conducted a review of the proposals to develop 43 + areas of land owned by the University on East State Street in Athens. We have also interviewed the six developers who submitted the proposals.

We recommend that the University choose Continental Properties of Menominee Falls, Wisconsin as its developer. As we indicated in an earlier memo, we believe that Continental has submitted a proposal which affords the University the best economic deal under real estate development conditions in today's market. Under their proposal there is a certain predictable rental income. There is also inflation protection. Finally, there is the opportunity to participate in future growth in rental income. We also believe that the Continental Properties proposal will allow Continental to achieve market financing on its development.

Steve and I have enjoyed the opportunity to act as advisers on this project and we will be happy to respond to further questions or concerns.

Sincerely,

Michael L. Finn  
President

cc: Dick Siemer