



OHIO
UNIVERSITY

Board of Trustees

O h i o U n i v e r s i t y

Minutes

November 18, 2011

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

November 18, 2011

**Walter Hall
Ohio University, Athens Campus**

THE OHIO UNIVERSITY BOARD OF TRUSTEES
MINUTES OF November 18, 2011 MEETING

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- A President's Report
- B University Resources Committee
- C University Academics Committee
- D Governance Committee
- E Audit Committee
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CALL TO ORDER

Vice-Chairperson Gene T. Harris called the Ohio University Board of Trustees meeting to order at 10:00 a.m.

Vice-Chair Harris requested the Board Secretary, Thomas E. Davis, to call the role.

ROLL CALL

Present—Vice-Chairperson Gene T. Harris, Trustees Sandra J. Anderson, David A. Wolfort, Kevin B. Lake, Janetta King, Norman “Ned” Dewire, and David Brightbill.

Not Present— C. Robert Kidder

Also in attendance were President Roderick J. McDavis, National Trustees Henry Heilbrunn and Frank Krasovec, Alumni Representative Arlene Greenfield, Student Trustees Danielle Parker and Allison Arnold, and Board Secretary Thomas E. Davis.

Upon completion of the roll call, an electrical power failure was experienced. Vice-Chair Harris called a brief recess at 10:03am. Vice-Chair Harris announced the meeting would reconvene in 15 minutes.

Vice-Chair Harris reconvened the meeting at 10:19am. The meeting continued without electrical power.

Vice-Chair Harris acknowledged Student Trustee Parker’s parents, who were in attendance for the meeting, and shared her appreciation. She added this is the second time that she remembers the parents of student trustees attending the regular meeting of the Board of Trustees.

APPROVAL OF THE MINUTES

Vice-Chair Harris asked for a motion to approve the minutes of September 1, 2011 meeting of the Board of Trustees. Trustee Wolfort moved to accept the minutes. Motion was seconded by Trustee Dewire. No discussion or amendments were noted and the motion carried by unanimous vote.

Report from the (Vice)Chair of the Board of Trustees

Vice-Chair Harris began her comments by acknowledging the profitable discussion that took place during the Board of Trustee’s mandatory ethics training yesterday morning with Ohio University’s General Counsel, John Biancamano. She announced that this is the first Board of Trustees meeting using iPads and expressed her appreciation for the commitment to assist Ohio University to “go green.” The use of iPads will promote more efficient dissemination of materials for subsequent meetings. Although hard copies were provided

along with the iPads for this meeting, Vice-Chair Harris announced that all future materials will be distributed electronically.

Vice-Chair Harris made note of the interesting and compelling committee work yesterday, some of which made the front page of the *Columbus Dispatch*. She complimented President McDavis and his staff for developing a long term Capital Improvement Plan (CIP) to address deferred maintenance and academic/non-academic maintenance. Vice-Chair Harris expressed her excitement due to the proposed purchase of property in the Columbus area that will allow for the expansion of the Ohio University Heritage College of Osteopathic Medicine (OUHCOM). She updated the Board on the continued work of the academics committee to discuss academic quality, data collection, and evaluation.

Vice-Chair Harris made note of two final issues: the comprehensive presidential evaluation and the pending student trustee legislation in the State of Ohio. In regards to the comprehensive presidential evaluation, Vice-Chair Harris reported that the Executive Committee has engaged Dr. Terry MacTaggart, a consultant from the Association of Governing Boards (AGB), and is on schedule. Dr. MacTaggart has interviewed many constituents including faculty, students, student senate, and others outside of Ohio University which aligns with the policy set forth by the Board. Vice-Chair Harris acknowledged that many great things have happened and is very excited for future discussions with Dr. MacTaggart and expects a report during the January meeting of the Board of Trustees.

Vice-Chair Harris shared Ohio University's perspective on the pending student trustee legislation that has been proposed in the State of Ohio. She commented on the complete access that student trustees at Ohio University have which allows them to become fully engaged in the work of the Board. This includes participating in executive sessions and committee work, a practice that other institutions restrict from their student trustees. Vice-Chair Harris questioned the exact purpose of the student trustee legislation and invited other institutions to begin conversations about the student trustee model at Ohio University. She stated the perspectives of student trustees and national trustees are very important in all action taken by the Board of Trustees. Vice-Chair Harris asked for comments.

Student Trustee Parker reiterated Vice-Chair Harris' comments, stating there has never been a time when she felt her voice wasn't heard by the members of the Board of Trustees. She formally thanked the Board of Trustees for their dedication to ensure that student experiences and perspectives are heard.

Student Trustee Arnold also agreed with these comments, stating Ohio University should be regarded as a model for student trustees and thanked the Board of Trustees for maintaining this valued tradition.

National Trustee Krasovec highlighted how important it is to have his voice heard as a non-voting member. He acknowledged how important it is to have independent perspectives on the Board of Trustees that provide insight and growth that wouldn't be possible if employees and customers were voting members and responsible for the governance of the organization. National Trustee Krasovec stated this is the first time he has been involved with students on a Board and acknowledge that he has learned a lot from their insights.

Trustee Wolfort shared his thanks for all past, present, and future student trustees for their insight into the current trends and needs of the student body. He also commended the student trustees who have to go through an arduous interview process and undertake the work of the Board in conjunction to their academics.

Trustee Anderson called attention to two distinct portions of the Statement of Expectations for the Board of Trustees which informs the position in regards to student trustees. She continued by reading these sections aloud, highlighting that Board service is focused on the institution as a whole which supported Trustee Krasovec's comments regarding independence of Board members. The second section referred specifically to the student trustees and highlighted their unique responsibility to ensure the voices of students are heard and also share the perspective of the Board with other students while keeping in mind all constituencies. She concluded by stating that her vote is influenced by the voices of student trustees of whom she is very grateful.

Vice-Chair Harris summarized the comments by stating that it is very clear that all trustees, including student and national trustees at Ohio University, are very valued. She again invited conversations with other institutions around the state regarding the student trustee model at Ohio University.

Report of the President

Strategic priority spotlight

President McDavis thanked Vice-Chair Harris and gave an overview of his presentation. He emphasized and reviewed the continued focus on Ohio University's vision, to be the nation's best transformative learning community, the top strategic priorities, and the four fundamentals.

President McDavis updated the Board on government relations. He indicated that after consultation with faculty members on the Ecology and Energy Conversation Committee and the President's Advisory Council for Sustainability regarding the sale of the Wayne National Forest land lease for hydraulic fracturing, he submitted a letter of protest due to its

proximity to the Hocking River. President McDavis stated this initiative has now been postponed due to the increased concern that was voiced by the University and others.

President McDavis reviewed the State of Ohio General Assembly's budget bill which required Chancellor Jim Petro to develop a plan for designating public universities as charter universities called the Enterprise University Plan. This plan was introduced on August 15th, 2011 and initially involved two parts. The first part mandated relief (10%) for universities while the second part required universities to invest an agreed upon portion of SSI into a scholars fund. After some revisions, this plan would provide incentives to charter universities up to 10% of the university's SSI fund will be set aside, but the university will have more flexibility and the scholarship funds will be controlled by the university, not the state. Eligibility will also be expanded to include need- and merit-based students. The Board of Regents is working on a draft bill to be introduced this month. President McDavis anticipated some discussion to begin after January 1, 2012 with hearings and a vote to follow sometime in the spring. President McDavis announced that he has given two presentations at faculty senate regarding this legislation and agreed to provide regular updates to the campus and Board of Trustees.

President McDavis reported he and the Mayor of Athens have appointed a joint committee to develop a Memorandum of Understanding (MOU) between the city of Athens and Ohio University. He made note of the ladder fire-truck that Ohio University purchased for the City of Athens. President McDavis acknowledged that many agreements with the City of Athens have historically been verbal and because of the many agreements that the University has with the City of Athens, a call for more formalization is needed and will be reviewed annually.

Finally, President McDavis announced that Ohio University has been ranked as a "top producer" of Fulbright scholars by the *Chronicle of Higher Education*. Ohio University's nine Fulbright scholars rank the University 33rd nationally among institutions, such as, Duke, Tufts, and UCLA. He also reported there were nine applicants and nine awards last year which provides some hope for the 22 applicants this year. He also commended the work of the 96 faculty that assisted students with Fulbright applications.

Program Spotlight

President McDavis invited Hugh Sherman, Dean of the College of Business, along with four students to share the highlights of their experiences in the College of Business. The full presentation was not included in the Board materials and the presentation was postponed, due to the lack of electrical power. President McDavis asked Dean Sherman to delay the presentation for a few minutes until hard copy materials could be delivered.

Points of Pride

President McDavis shared a number of points of pride. He indicated that former US Senator George V. Voinovich was present for the dedication of the new Voinovich Seminar Room and the senatorial papers collection. Senator Voinovich was also named Ohio Visiting Professor of Leadership and Public Affairs at Ohio University's Voinovich School of Leadership and Public Affairs. President McDavis reported Senator Voinovich described the naming of the Voinovich School of Leadership and Public Affairs after him as his highest honor.

President McDavis announced that Ohio University's Marching 110's rendition of LMFAO's hit song "Party Rock Anthem" became a viral sensation with more than 3.25 million hits on YouTube.com.

President McDavis reported students in the newly established E.W. Scripps School of Journalism Statehouse News Bureau fellowship will receive course credit and work as interns at *The Columbus Dispatch*, where their reports will be published in the *The Dispatch* or on Dispatch. Com and be available to the Associated Press and members of the Ohio News Organization.

President McDavis acknowledged Zachary Schumacher, a junior social psychology undergraduate student at Ohio University-Chillicothe, who gave a presentation at the 14th Annual International Conference of Social Dilemmas in Amsterdam, the Netherlands.

President McDavis made note of two Ohio University School of Film faculty members that received major awards for their feature films in October. He noted this faculty accomplishment is an accomplishment for the University as a whole which continues a tradition of excellence in that program.

President McDavis announced that the meeting of the Ohio Board of Regents was held at Ohio University which allowed the University to showcase the Innovation Center as a national model for rural economic development. President McDavis indicated Dean Sherman gave a presentation along with others and was proud to have the opportunity to talk about economic development in the region.

Finally, President McDavis reported that Ohio University-Athens was recognized by the National Weather Service (NWS) as a Storm Ready community. Ohio University is one of only three higher education institutions in Ohio to obtain the designation and the only institution in the Charleston, West Virginia NWS region.

President McDavis concluded his comments and Vice-Chair Harris asked for questions or comments.

Vice-Chair Harris voiced her congratulations on the national and international recognition being obtained by the University at every level.

Trustee Dewire asked President McDavis to comment on the Ohio Board of Regents during their visit.

President McDavis highlighted that the Board of Regents was unaware of the work being done at Ohio University and were so impressed by the history that they asked Steve Golding, VP of Finance and Administration, to serve as an advisor on the state-wide commercialization and technology transfer task force. President McDavis and David Pidwell, Foundation Board of Trustee, will also serve as members of this task force. President McDavis indicated the University clearly needs to talk about the work of the Innovation Center more and hopes this will garner additional funding from the state to promote economic development.

University Resources Committee Report

Trustee Anderson thanked Vice-Chair Harris and gave a brief overview of what she called a very exciting agenda. She described this day as an important transition in the life and history of Ohio University due to the resolutions brought forward regarding the expansion of Ohio University's Heritage College of Osteopathic Medicine (OUHCOM) to a new campus near Columbus, Ohio and the bold action to invest in the infrastructure and facilities necessary to maintain the incomparably beautiful campuses of Ohio University.

Trustee Anderson reviewed the resources committee's discussion regarding the resolution (Tab 3) to approve the six year portion of the Capital Improvement Plan (CIP). Trustee Anderson provided some background related to this resolution which is the result of heavy planning and collaboration from many entities. She reported both Stephen Golding, Vice President for Finance and Administration, and Harry Wyatt, Associate Vice President for Facilities, presented the six year CIP to the resources committee within the context of the large 20-year CIP. The resources committee was provided with a history of the campus facilities that led to the development of this plan. Trustee Anderson reported Mr. Wyatt was able to provide compelling maps displaying the current age of the buildings on campus. These maps provided descriptions of what the campus building would look like without any action compared to what these building would look like if this resolution was approved today. Information was provided regarding programmatic priority projects, issuance of debt, and the use of state appropriations if and when they are available. It was noted that funding for the CIP will come from gifts, grants, and other private/public partnerships. Trustee Anderson described this six-year (FY2013-2018) portion of the CIP will include a significant change in previous operating procedures. Instead of relying on state appropriation funding for new projects, this CIP includes issuing debt for building projects and using state capital, if and when it comes in, for "keep up" and "catch up" costs. Trustee

Anderson reported that the issuance of debt outlined in the CIP will allow for many needs to be met, such as continuing the Scripps project, the OUHCOM campus expansion, and the Lausche energy plan with a performance contract initiated. This will allow projects to move forward while state appropriations and gifts come in over time. Trustee Anderson reported the savings due to the infrastructure improvements will be a part of the ongoing evaluation and evolution of the CIP.

Trustee Anderson brought the recommendation of the resources committee forward and moved for its adoption. Trustee Dewire seconded the motion. Vice-Chair Harris asked for comments. Trustee Krasovec stated the CIP is the most comprehensive and well thought out plan he has ever seen which sets the model for the school for the next six to 20 years. Vice-Chair Harris called for a vote and the motion carried by unanimous vote.

**APPROVAL OF THE OHIO UNIVERSITY FY2013 – FY2018 SIX YEAR
CAPITAL IMPROVEMENT PLAN**

RESOLUTION 2011-3242

WHEREAS, the University has undertaken the development of a six year capital improvement plan within a 20 year plan context, and

WHEREAS, the priorities of the Deans and Vice Presidents have been considered, and their endorsement of the plan given, and

WHEREAS, the Facilities Planning Advisory Council made up of faculty, staff, and student representatives has reviewed and provided their endorsement of the plan, and

WHEREAS, the Capital Funding and Priorities Committee has approved and made recommendation to the President, and

WHEREAS, the FY2013 – FY 2018 Six Year Capital Improvement Plan has been approved by the President.

NOW THEREFORE, BE IT RESOLVED that the Ohio University Board of Trustees does hereby approve the attached FY2013 – FY 2018 Six Year Capital Improvement Plan.

Trustee Anderson reviewed the resources committee discussion on the next resolution (Tab 4) that would allow the University to move forward with two construction projects: The Scripps College of Communication: phase one and the Chilled Water expansion. Trustee Anderson brought the recommendation of the resources committee forward and moved for

its adoption. Trustee Brightbill seconded the motion. Vice-Chair Harris called for a vote and the motion carried by unanimous vote.

**APPROVAL OF PROJECT AND AUTHORIZATION TO DEVELOP
CONSTRUCTION DOCUMENTS, RECEIVE BIDS AND AWARD
CONSTRUCTION CONTRACTS FOR
SCRIPPS COLLEGE OF COMMUNICATION PROJECT PHASE 1 AND FY
2012 CHILLED WATER EXPANSION**

RESOLUTION 2011-3243

WHEREAS, two capital projects have been planned and developed as follows:

- Scripps College of Communication Project, Phase 1, with a total revised project budget of \$19 million to be funded from: \$2.4 million in FY2007 – FY2008 House Bill 496, \$2.5 million in both received and anticipated gifts, and \$14.1 million from the University’s proposed Series 2012 debt issuance, with debt service funded from reallocated general fund base budget; and
- FY 2012 Chilled Water Expansion with a total project budget of \$6 million to be funded from the University’s proposed Series 2012 debt issuance, with debt service funded from reallocated general fund base budget; and

WHEREAS, the projects identified above have been planned, developed and funded.

NOW THEREFORE, BE IT RESOLVED that the Ohio University Board of Trustees authorizes the receipt of bids and the President or his designee to accept and award construction contracts within the total project budgets identified.

Trustee Anderson then discussed the resources committee discussion on the resolution (Tab 5) regarding the issuance of debt. This was presented by Michael Angelini, Associate Vice President for Finance, during the committee meeting and followed a series of presentations during the past Board meetings regarding debt capacity and ways to use debt to make needed investments which dovetails perfectly with the six-year CIP. Trustee Anderson reviewed the credit-rating agency’s comments that followed their visit to the University in October. The credit agency gave favorable ratings and was impressed with the University’s low debt burden, strong general receipts, past positive operating performance, improved ballot sheet, unrestricted net assets, and strong past/present enrollment. The credit agency had concerns related to the maintenance of unknown levels of state funding, high levels of deferred maintenance, and a reliance on a large percentage of Ohio residents in the

enrollment mix. She outlined this resolution will authorize an issuance of debt up to \$160 million starting in January or February of 2012 with an opportunity to refinance up to \$75 million of current debt if more favorable rates are available. Trustee Anderson reported that Mr. Angelini provided a simple chart which indicated the issuance of debt will not negatively impact the University's Senate Bill 6 scores. This is due to the efficient job done over the past years in improving this score. Trustee Anderson brought the recommendation of the resources committee forward and moved the Debt Issuance resolution for adoption. Trustee Wolfort seconded the motion. Vice-Chair Harris asked for comments. Vice-Chair Harris called for a vote and the motion carried by unanimous vote.

RESOLUTION 2011-3244

Providing for the authorization, issuance and sale of not to exceed \$160,000,000 General Receipts Bonds of The Ohio University, authorizing a Supplemental Trust Agreement securing such bonds, and authorizing matters related thereto

WHEREAS, 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 No. 2000-1744 adopted by its Board of Trustees (herein called the "Board") on December 8, 2000 (herein called the "General Bond Resolution") and by a Trust Agreement dated May 1, 2001 (together with amendments and supplements thereto, the "Trust Agreement"), comprised in part of the General Bond Resolution, has provided for the issuance from time to time of Obligations (as defined in the General Bond Resolution) 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 2i of Article VIII thereof, which authorizes the University to issue its Obligations from time to time 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 Obligations or other obligations previously issued for such purpose; and

WHEREAS, the University has heretofore authorized, issued or entered into the following Obligations under such Trust Agreement (collectively referred to herein as the "Prior Obligations"):

- \$48,025,000 principal amount of Bonds (as defined in the General Bond Resolution) designated “Subordinated Variable Rate General Receipts Bonds, Series 2001” (the “Series 2001 Bonds”), pursuant to a First Supplemental Trust Agreement dated as of May 1, 2001 (the “First Supplemental Trust Agreement”) for the purpose of paying part of the cost of certain University Facilities;
- an Interest Rate Hedge (as defined in Section 9.98 of the Ohio Revised Code) for a portion of the Series 2001 Bonds in the form of an ISDA Master Agreement, dated December 1, 2001 (which, together with the schedule and confirmations related thereto, are collectively referred to as the “Series 2001 Swap Agreement”) in a maximum notional amount of \$31,020,000 with Morgan Guaranty Trust Company of New York, under the Trust Agreement with respect to amounts payable by the University under the Series 2001 Swap Agreement (other than any Early Termination Amount, as defined in the Series 2001 Swap Agreement, and any amounts payable pursuant to Section 11 of the Series 2001 Swap Agreement by the University);
- \$47,860,000 principal amount of Bonds designated “Subordinated General Receipts Bonds, Series 2003” dated September 3, 2003 and maturing through December 1, 2023 (the “Series 2003 Bonds”), pursuant to a Second Supplemental Trust Agreement dated as of September 1, 2003 (the “Second Supplemental Trust Agreement”) for the purpose of retiring certain bond anticipation notes and refunding the University’s General Receipts Bonds, Series 1993 dated as of December 1, 1993, which were issued to finance the cost of certain University Facilities;
- Notes (as defined in the General Bond Resolution) pursuant to a Third Supplemental Trust Agreement dated as of October 1, 2003 (the “Third Supplemental Trust Agreement”) for the purpose of paying part of the cost of certain University Facilities; however, there are no Notes presently outstanding under the Third Supplemental Trust Agreement;
- \$52,885,000 principal amount of Bonds designated “Subordinated General Receipts Bonds, Series 2004” dated as of March 15, 2004 and maturing through December 1, 2031 (the “Series 2004 Bonds”), pursuant to a Fourth Supplemental Trust Agreement dated as of March 15, 2004 (the “Fourth Supplemental Trust Agreement”) for the purpose of retiring certain bond anticipation notes and paying part of the cost of certain University Facilities;
- \$28,145,000 principal amount of Bonds designated “Subordinated General Receipts Refunding Bonds, Series 2006A” dated as of February 16, 2006 and maturing through December 1, 2024 (the “Series 2006A Bonds”), pursuant

to a Fifth Supplemental Trust Agreement dated as of February 1, 2006 (the “Fifth Supplemental Trust Agreement”) for the purpose of refunding all or a portion of the University’s outstanding General Receipts Bonds, Series 1999 dated as of March 15, 1999 issued pursuant to the Prior Indenture, as defined in the General Bond Resolution, for the purpose of paying part of the cost of certain University Facilities; and

- \$29,170,000 principal amount of Bonds designated “Subordinated General Receipts Bonds, Series 2006B” dated as of April 6, 2006 and maturing through December 1, 2036 (the “Series 2006B Bonds”) and \$8,025,000 principal amount of Bonds designated “Subordinated Variable Rate General Receipts Bonds, Series 2006C” dated as of April 6, 2006 and maturing through December 1, 2016 (the “Series 2006C Bonds”), both pursuant to a Sixth Supplemental Trust Agreement dated as of April 1, 2006 (the “Sixth Supplemental Trust Agreement”) for the purpose of paying part of the cost of certain University Facilities; and
- \$15,350,000 principal amount of Bonds comprised of \$13,345,000 principal amount of Bonds designated “Tax Exempt General Receipts Bonds, Series 2008A” dated July 10, 2008 and maturing through December 1, 2033 (the “Series 2008A Bonds”) and \$2,005,000 principal amount of Bonds designated “Taxable General Receipts Bonds, Series 2008B” dated July 10, 2008 and maturing through December 1, 2015 (the “Series 2008B Bonds”), both pursuant to a Seventh Supplemental Trust Agreement dated as of July 1, 2008 (the “Seventh Supplemental Trust Agreement”) for the purpose of retiring certain bond anticipation notes and paying part of the cost of certain University Facilities; and
- \$26,645,000 principal amount of Bonds designated “General Receipts Bonds, Series 2009” dated June 3, 2009 and maturing through December 1, 2019 (the “Series 2009 Bonds”), pursuant to an Eighth Supplemental Trust Agreement dated as of May 1, 2009 (the “Eighth Supplemental Trust Agreement”) for the purpose of paying part of the cost of certain University Facilities; and

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 currently estimated amounts to be financed (being collectively referred to herein as the “2012 Projects”):

<u>Project Name</u>	<u>Description</u>	Currently <i>Estimated Amount to be Financed</i>
Steven L. and Barbara G. Schoonover Center for Communication – Phase I	Renovation and rehabilitation of the prior University Baker Center for the purpose of relocating several Scripps College of Communication departments within one facility.	\$14,100,000
Chilled Water Expansion Project	Extension of campus' chilled water infrastructure including lines and chillers	\$6,000,000
Series 2012 Safety Projects	Various campus improvements related to safety issues around campus	\$2,000,000
Ohio University Heritage College of Osteopathic Medicine - Columbus Campus	Acquisition of property and improvements or the acquisition of property and the development of improvements for the creation of a campus in Columbus, Ohio for the University's Heritage College of Osteopathic Medicine as well as other colleges.	\$16,000,000
Network Infrastructure Improvement Project – Phase II	Further improvement of the University's information network infrastructure as considered upon the University's issuance of its Series 2009 bonds for Phase I of the project.	\$7,000,000
Series 2012 Planning Funds	Funds to be utilized for planning purposes for upcoming capital projects including costs associated with architectural and engineering planning and design as well as the renovation of swing space.	\$500,000
Series 2012 Performance Contracting	Various energy conservation projects on the University's campuses which qualify for performance contracting	\$33,000,000

; and

WHEREAS, the portion of the 2012 Projects named “Series 2012 Performance Contracting” (the “2012 Energy Conservation Projects”) constitutes “energy conservation measures” as defined in Section 3345.61 of the Ohio Revised Code, and in connection therewith:

- (i) the University may request that the Ohio Air Quality Development Authority (the “OAQDA”) assist the University in the financing of the 2012 Energy Conservation Projects in the form of a loan (the “OAQDA Loan”) from the OAQDA to the University to be evidenced by a Loan Agreement between the OAQDA and the University (the “OAQDA Loan Agreement”) and one or more Series 2012 Bonds in the form of notes to the OAQDA (the “OAQDA Notes”);
- (ii) if the OAQDA Loan is approved by the OAQDA, the OAQDA will make the OAQDA Loan to the University from proceeds of revenue bonds (the “OAQDA Bonds”) to be issued by the OAQDA pursuant to Chapter 3706 of the Ohio Revised Code (the “OAQDA Act”), in one or more series; which will be special obligations of the OAQDA payable solely from payments made by the University pursuant to the OAQDA Loan Agreement and the OAQDA Notes;
- (iii) the proceeds of the OAQDA Bonds, pending their disbursement to pay costs of the Project and other permitted costs, will be deposited with The Huntington National Bank (the “OAQDA Escrow Agent”) to be held in escrow by the OAQDA Escrow Agent on the express terms and conditions set forth in an escrow agreement among the University, the OAQDA and the OAQDA Escrow Agent (the “OAQDA Escrow Agreement”);
- (iv) the OAQDA Bonds may include a series of tax-exempt bonds under the Internal Revenue Code of 1986, as amended (the “Code”), and a series of “qualified energy conservation bonds” pursuant to Sections 54A and 54D of the Code;

; and

WHEREAS, the University has determined to issue not to exceed \$160,000,000 principal amount of Bonds under the Trust Agreement, to be designated “General Receipts Bonds, Series 2012,” or such other designation as authorized hereby (the “Series 2012 Bonds”), to (i) refund all or part of the Series 2001 Bonds (including any costs associated with terminating the Series 2001 Swap Agreement), the Series 2003 Bonds and the Series 2004 Bonds, or any part thereof, and (ii) finance part of the costs of the 2012 Projects, and desires to provide therefor by this Resolution; and

WHEREAS, there are no Superior Obligations, or any other bonds, notes or other obligations, presently outstanding under the Prior Indenture, and the Prior Indenture and the lien grant thereby have been released, satisfied and discharged; and

WHEREAS, the Board finds that all conditions precedent to the authorization and sale of the Series 2012 Bonds have been or will be met by the time the Series 2012 Bonds are issued;

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

Section 1. Definitions and Interpretations. All words and terms defined in the General Bond Resolution and elsewhere in the Trust Agreement and all interpretations therein provided shall have the meanings, respectively, and be subject to the same interpretations as therein provided where used in this Resolution, unless the context or use indicates another or different meaning or intent, except that this Resolution is sometimes herein called and may be known as the “Series 2012 Resolution,” the Bonds authorized by this Resolution are referred to herein and in the Series 2012 Supplemental Trust Agreement hereby authorized as the “Series 2012 Bonds,” and the terms “hereof,” “herein,” “hereby,” “hereto” and “hereunder,” and similar terms, mean this Resolution. All words and terms defined in the preambles hereto shall have the respective meanings provided in the preambles hereto.

In addition, when used in this Resolution and the Series 2012 Supplemental Trust Agreement hereby authorized, the following words shall have the indicated meanings:

“Authorized Denominations” means with respect to each series of the Series 2012 Bonds, the denominations designated as such in the Series 2012 Certificate of Award.

“Beneficial Owner” means with respect to the Series 2012 Bonds, the Person owning the Beneficial Ownership Interest therein, as evidenced to the satisfaction of the Trustee.

“Beneficial Ownership Interest” means the right to receive payments and notices with respect to the Series 2012 Bonds held in a book entry system for which the Depository does not act on behalf of a Beneficial Owner with respect to the optional or mandatory tender for purchase of the Series 2012 Bonds pursuant to the Trust Agreement.

“Book entry form” or “book entry system” means, with respect to the Series 2012 Bonds, a form or system, as applicable, under which (i) the ownership of beneficial interests in such Bonds and Debt Service Charges may be transferred only through a book entry and (ii) physical Series 2012 Bond certificates in fully registered form are registered only in the name of a Depository or its nominee as Bondholder, with the physical Series 2012 Bond certificates “immobilized” in the custody of the Depository. The book entry system

maintained by and the responsibility of the Depository and not maintained by or the responsibility of the University or the Trustee is the record that identifies, and records the transfer of the interests of, the owners of beneficial (book entry) interests in such Series 2012 Bonds.

“Depository” means any securities depository that is a clearing agency under federal law operating and maintaining, with its participants or otherwise, a book entry system to record ownership of beneficial interest in the Series 2012 Bonds, and to effect transfers of book entry interests in such Bonds, and includes and means initially The Depository Trust Company (a limited purpose trust company), New York, New York.

“Federal Tax Documents” means the Certificate Under Sections 103(b)(2) and 148 of the Internal Revenue Code of 1986, As Amended, and the Certificate Regarding Issuance, Use of Proceeds and Arbitrage Compliance, both delivered by the University at the time of the issuance and delivery of each series of Tax-Exempt Series 2012 Bonds, as the same may be amended or supplemented in accordance with their respective terms.

“Fixed Rate Bonds” means Series 2012 Bonds that are not “Variable Rate Obligations,” as defined in the General Bond Resolution.

“Interest Payment Date” means, as to each series of the Series 2012 Bonds, each of the dates set forth as such in the related Series 2012 Certificate of Award.

“Mandatory Redemption Date” means, as to the Series 2012 Bonds, each of the dates set forth in the Series 2012 Certificate of Award for the retirement of a portion of the principal of the Series 2012 Bonds pursuant to any Mandatory Sinking Fund Requirements set forth therein.

“Mandatory Sinking Fund Requirements” means, as to the Series 2012 Bonds, the amounts required to be deposited in the Debt Service Fund for the purpose of redeeming Series 2012 Bonds (less the amount of any credit as provided in Section 4(c) of this Resolution) on each Mandatory Redemption Date, as may be set forth in the Series 2012 Certificate of Award.

“Maximum Rate” means seven percent (7%) per annum or such lesser rate designated as such in the Series 2012 Certificate of Award.

“Original Purchaser” means, as to each series of the Series 2012 Bonds, the purchaser or purchasers of that series of the Series 2012 Bonds designated as such in a Series 2012 Certificate of Award.

“Pledged Bonds” means Series 2012 Bonds or Beneficial Ownership Interests registered in the name of the Series 2012 Financial Institution and securing the obligations of the University to reimburse the Series 2012 Financial Institution for advances made

pursuant to the Series 2012 Credit Support Instrument as may be provided in the Series 2012 Certificate of Award and the Series 2012 Supplemental Trust Agreement.

“Prior Obligations” means the Series 2001 Bonds, Series 2001 Swap Agreement, the Series 2003 Bonds, the Notes heretofore issued, the Series 2004 Bonds, the Series 2006A Bonds, the Series 2006B Bonds, the Series 2006C Bonds, the Series 2008A Bonds, the Series 2008B Bonds and the Series 2009 Bonds.

“Rebate Fund” means the fund by that name referred to in Section 10 hereof.

“Refunded Bonds” means the Series 2001 Bonds (including the Series 2001 Swap Agreement), the Series 2003 Bonds and the Series 2004 Bonds, of portions thereof, if any, refunded with a portion of the proceeds of the Series 2012 Bonds, as specified in a Series 2012 Certificate of Award, and deemed to be paid and discharged under the Trust Agreement.

“Refunded Bonds Defeasance Obligations” means the investments defined as such in the Refunded Bonds Escrow Agreement sufficient to refund the Refunded Bonds pursuant to the Trust Agreement.

“Refunded Bonds Escrow Agreement” means the Escrow Deposit Agreement between the University and the Refunded Bonds Escrow Trustee of even date with the related Supplemental Trust Agreement, securing the Refunded Bonds.

“Refunded Bonds Escrow Fund” means the fund by that name created by the Refunded Bonds Escrow Agreement in the custody of the Refunded Bonds Escrow Trustee as security for the Refunded Bonds. The Refunded Bonds Escrow Fund may be a sub-account in the Debt Service Account of the Debt Service Fund.

“Refunded Bond Escrow Trustee” means the bank or trust company serving as Escrow Trustee under the Series 1999 Escrow Agreement, being initially designated in the Series 2005 Certificate of Award.

“Series 2012 Certificate of Award” means with respect to each series of Series 2012 Bonds, the certificate of the Fiscal Officer establishing certain terms of that series of the Series 2012 Bonds and authorized in Section 5 hereof, including any supplements thereto.

“Series 2012 Closing Date” means each date on which any series of the Series 2012 Bonds are delivered to the Original Purchaser thereof for payment.

“Series 2012 Credit Support Instrument” means any Credit Support Instruments relating to some or all of the Series 2012 Bonds described in the Series 2012 Certificate of Award and issued by a Series 2012 Financial Institution for the benefit of the holders of the Series 2012 Bonds.

“Series 2012 Financial Institution” means a Financial Institution issuing a Series 2012 Credit Support Instrument described in the Series 2012 Certificate of Award.

“Series 2012 Projects Account” means the account by that name created in the Facilities Fund pursuant to Section 6 hereof.

“Series 2012 Supplemental Trust Agreement” means a Supplemental Trust Agreement styled and dated as determined in a Series 2012 Certificate of Award, by and between the University and the Trustee supplementing the Trust Agreement and securing one or more series of the Series 2012 Bonds, as the same may be supplemented and amended as provided herein and therein.

“Taxable Series 2012 Bonds” means any Series 2012 Bonds other than Tax-Exempt Series 2012 Bonds.

“Tax-Exempt Series 2012 Bonds” means Series 2012 Bonds the interest on which is intended by the University at the time of initial issuance to be exempt from federal income taxation under the Code, such intent to be conclusively evidenced by a determination to that effect contained in the Series 2012 Certificate of Award.

Section 2. Determinations by Board. The Board hereby finds and determines that (a) the 2012 Projects will constitute “auxiliary facilities” or “education facilities” as defined in the Act; (b) the issuance of the Series 2012 Bonds and the refunding of the Refunded Bonds, if any, will be in the best interests of the University; and (c) this Resolution is adopted pursuant to the General Bond Resolution, the Trust Agreement, the Act and Section 2i of Article VIII of the Ohio Constitution.

The Board finds that the conditions stated in numbered subparagraphs (1) and (2) of Section 3(a) of the General Bond Resolution will be satisfied by the time of authentication of the Series 2012 Bonds. The Fiscal Officer shall confirm these findings by a certificate in form satisfactory to, and to be filed with, the Trustee prior to the authentication of the Series 2012 Bonds, and the Fiscal Officer may provide such other evidence with respect thereto as the Trustee may reasonably request.

Section 3. Authorization, Designation and Purpose of Series 2012 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, Bonds of the University, on a parity with all other outstanding Obligations from time to time, which shall be designated “General Receipts Bonds, Series 2012,” or such other designation as may be specified in the Series 2012 Certificate of Award (the “Series 2012 Bonds”), for the purposes of (i) paying Costs of University Facilities, as defined in the General Bond Resolution, related to the 2012 Projects, (ii) refunding the Refunded Bonds, if any, and (iii) paying Costs of University Facilities related to the Series 2012 Bonds and the refunding of the

Refunded Bonds, all upon the terms set forth herein. For such purposes, the proceeds from the sale of the Series 2012 Bonds shall be allocated and deposited as provided in Section 6 hereof. Proceeds of the Series 2012 Bonds may be allocated among the 2012 Projects other than as shown in the preambles to this Resolution (even if doing so results in a reduction or elimination of one or more of the Series 2012 Projects), and deviations from the descriptions of particular Series 2012 Projects as shown in the preambles to this Resolution may be made, if the Fiscal Officer determines that doing so is in the best interest of the University. The principal amount of the Series 2012 Bonds to be issued shall be determined by the Fiscal Officer and specified in the Series 2012 Certificate of Award, provided that the aggregate principal amount of all Series 2012 Bonds Outstanding at any time shall not exceed \$160,000,000. The Series 2012 Bonds may be issued in one or more separate series of Fixed Rate Bonds, as the Fiscal Officer may determine in the Series 2012 Certificate of Award and as described herein and in the Series 2012 Supplemental Trust Agreement. Any series of the Series 2012 Bonds may be issued in separate series of Tax-Exempt Series 2012 Bonds and Taxable Series 2012 Bonds as the Fiscal Officer may determine in the Series 2012 Certificate of Award.

Section 4. Terms and Provisions Applicable to the Series 2012 Bonds.

(a) Forms, Denominations, Dates and Numbering. The Series 2012 Bonds shall be negotiable instruments in accordance with the Act, shall be issued only in fully registered form, without coupons, shall be substantially in the respective forms thereof set forth in the Series 2012 Supplemental Trust Agreement, shall be in Authorized Denominations and shall express upon their faces the purpose for which they are issued and that they are issued pursuant to the Act. Each Series 2012 Bond shall have only one principal maturity date, except for interim certificates, receipts or temporary Series 2012 Bonds which may be issued pending preparation of definitive Series 2012 Bonds. The Series 2012 Bonds shall be dated and numbered as set forth in the Series 2012 Certificate of Award.

Subject to the provisions of this Resolution for the use of a book entry system, the Series 2012 Bonds shall be exchangeable for other Series 2012 Bonds in the manner and upon the terms set forth in the Trust Agreement.

(b) Execution, Interest Rates and Maturities. (i) The Series 2012 Bonds shall be executed by any two of the Chairman of the Board, the President of the University, the Fiscal Officer or the Secretary of the Board, and may have the seal of the University affixed or printed thereon; provided that all of such signatures and such seal may be facsimiles.

(ii) Each series of the Series 2012 Bonds shall mature on the date or dates and in the amounts set forth in the related Series 2012 Certificate of Award, provided that the final maturity of the Series 2012 Bonds shall be not later than December 1, 2052. Interest on each series of the Series 2012 Bonds shall be

calculated and payable as provided in the related Series 2012 Certificate of Award. The net interest cost payable by the University on any series of the Series 2012 Bonds over their stated terms shall not exceed the Maximum Rate except that Pledged Bonds (or the economic equivalent thereof as may be determined in the Series 2012 Certificate of Award) may bear interest at a rate greater than the Maximum Rate as provided in the Series 2012 Certificate of Award and the Series 2012 Supplemental Trust Agreement.

(c) Mandatory Sinking Fund Redemption. Each series of the Series 2012 Bonds shall be subject to mandatory sinking fund redemption in part on each Mandatory Redemption Date, in the manner provided in the Trust Agreement, at a redemption price of 100% of the principal amount thereof to be redeemed plus accrued interest to the redemption date in such amounts and in the manner as may be set forth in the related Series 2012 Certificate of Award and the related Series 2012 Supplemental Trust Agreement.

(d) Optional Redemption. The Series 2012 Bonds shall be callable for redemption at the option of the University, in the manner provided in the Trust Agreement, in whole or in part, at such price or prices and at such times and in the manner as may be set forth in the related Series 2012 Certificate of Award and the related Series 2012 Supplemental Trust Agreement.

(e) Method and Notice of Redemption. If less than all of the outstanding Series 2012 Bonds of one maturity are to be called, the selection of such Series 2012 Bonds of such maturity to be called shall be made in the manner provided in the related Series 2012 Certificate of Award and the related Series 2012 Supplemental Trust Agreement. Notice of call for redemption of Series 2012 Bonds shall be given at the times and in the manner provided in the related Series 2012 Certificate of Award and the related Series 2012 Supplemental Trust Agreement.

(f) Place of Payment; Record Dates. Debt Service Charges on each series of the Series 2012 Bonds when due shall be payable to the registered holders thereof at the places and in the manner provided in the related Series 2012 Certificate of Award and the related Series 2012 Supplemental Trust Agreement. The Fiscal Officer may establish a Regular Record Date and a Special Record Date for a series of the Series 2012 Bonds which shall be set forth in the related Series 2012 Certificate of Award.

(g) Paying Agent and Registrar. The Trustee shall serve as Paying Agent and Registrar for the Series 2012 Bonds.

(h) Payment. Debt Service Charges with respect to any series of the Series 2012 Bonds shall be payable in lawful money of the United States of America without deduction for the services of the Trustee or the Paying Agent, in the manner provided in the related Trust Agreement.

(i) Book Entry System. If so specified in a Series 2012 Certificate of Award, any or all of the Series 2012 Bonds shall only be originally issued to a Depository for use in a book entry system and: (i) such Series 2012 Bonds shall be registered in the name of the Depository or its nominee, as Bondholder, and immobilized in the custody of the Depository; (ii) there shall be a single Series 2012 Bond representing each maturity; and (iii) such Series 2012 Bonds shall not be transferable or exchangeable, except for transfer to another Depository or another nominee of a Depository or to the Series 2012 Financial Institution in order to obtain payment of principal of Series 2012 Bonds in accordance with the Trust Agreement and in exchange for any Series 2012 Bonds so transferred without further action by the University. The Beneficial Owners shall not have any right to receive Series 2012 Bonds in the form of physical certificates.

So long as a book entry system is in effect for any of the Series 2012 Bonds, the University and Trustee shall recognize and treat the Depository, or its nominee, as the Holder of such Series 2012 Bonds for all purposes, including payment of Debt Service Charges, giving of notices, and enforcement of remedies. The crediting of payments of Debt Service Charges on such Series 2012 Bonds and the transmittal of notices and other communications by the Depository to Beneficial Owners are the responsibility of the Depository and are not the responsibility of the University or the Trustee; provided, however, that the University and the Trustee understand that neither the Depository or its nominee shall provide any consent requested of Holders of such Series 2012 Bonds pursuant to the Trust Agreement, and that the Depository will mail an omnibus proxy (including a list identifying the owners of the book entry interests in such Series 2012 Bonds) to the University which assigns the Depository's, or its nominee's, voting rights to the owners of the book entry interests in such Series 2012 Bonds (as credited to their accounts at the Depository as of the record date for mailing of requests for such consents). Upon receipt of such omnibus proxy, the University shall promptly provide such omnibus proxy (including the list identifying the owners of the book entry interests in such Series 2012 Bonds attached thereto) to the Trustee, who shall then treat such owners as Holders of such Series 2012 Bonds for purposes of obtaining any consents pursuant to the terms of the Trust Agreement.

As long as any of the Series 2012 Bonds are registered in the name of a Depository, or its nominee, the University and the Trustee agree to comply with the terms and provisions of their agreement with the Depository including the provisions thereof with respect to any delivery of such Series 2012 Bonds to the Trustee which shall supersede the provisions of the Trust Agreement with respect thereto.

Notwithstanding any other provision of this Resolution or any provision of the General Bond Resolution, the Trust Agreement, the Series 2012 Supplemental Trust Agreement or any Series 2012 Bond to the contrary, with the approval of the Fiscal Officer, the Trustee may enter into an agreement with a Depository, or the nominee of a

Depository, that is the registered owner of a Series 2012 Bond in the custody of that Depository providing for making all payments to that registered owner of principal of and interest and any premium on that Series 2012 Bond or any portion of that Series 2012 Bond (other than any payment of its entire unpaid principal amount) at a place and in a manner (including wire transfer of federal funds) other than as provided above in this Resolution, without prior presentation or surrender of that Series 2012 Bond, upon any conditions which shall be satisfactory to the Trustee and the Fiscal Officer. That payment in any event shall be made to the person who is the registered owner of that Series 2012 Bond on the date that principal and premium is due, or, with respect to the payment of interest, as of the applicable Regular Record Date or Special Record Date or other date agreed upon, as the case may be. The Trustee will furnish a copy of each of those agreements, certified to be correct by an officer of the Trustee, to other Authenticating Agents and Paying Agents for Series 2012 Bonds, if any, and to the University. Any payment of principal, premium, or interest pursuant to such an agreement shall constitute payment thereof pursuant to, and for all purposes of, this Resolution and Trust Agreement.

(j) Change of Depository and Replacement Series 2012 Bonds. If any Depository determines not to continue to act as a Depository for any Series 2012 Bonds for use in a book entry system, the University may attempt to have established a securities depository/book entry system relationship with another qualified Depository under the Trust Agreement. If the University does not or is unable to do so, the University and the Trustee, after the Trustee has made provision for notification of the owners of book entry interests in such Series 2012 Bonds by appropriate notice to the then Depository, shall permit withdrawal of such Series 2012 Bonds from the Depository, and authenticate and deliver Series 2012 Bond certificates in fully registered form to the assignees of the Depository or its nominee. If the event is not the result of University action or inaction, such withdrawal, authentication and delivery shall be at the cost and expense (including costs of printing or otherwise preparing, and delivering, such replacement Series 2012 Bonds), of those persons requesting that authentication and delivery unless University action or inaction shall have been the cause of the termination of the book entry system in which event such cost and expense shall be borne by the University. Such replacement Series 2012 Bonds shall be in Authorized Denominations.

Section 5. Sale of the Series 2012 Bonds; Series 2012 Certificate of Award. Each series of the Series 2012 Bonds shall be awarded and sold to the Original Purchaser at the price set forth in a Series 2012 Certificate of Award, such price for any maturity of such Series 2012 Bonds shall be not less than 95% of the principal amount thereof, plus accrued interest on the aggregate principal amount of such Series 2012 Bonds from their dates to the date of delivery to and payment by the Original Purchaser for such Series 2012 Bonds, all in accordance with, and subject to the terms and conditions of, an Original Purchaser's proposal contained in a hereinafter described Series 2012 Bond Purchase Agreement. Such award and sale shall be evidenced by the execution of a Series 2012 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 related Series 2012 Supplemental Trust Agreement. That the matters contained in a Series 2012 Certificate of Award are consistent with this Resolution, the Trust Agreement and the related Series 2012 Supplemental Trust Agreement shall be conclusively evidenced by the execution of such Series 2012 Certificate of Award by such officer. Each Series 2012 Certificate of Award shall be and hereby is incorporated into this Resolution and the related Series 2012 Supplemental Trust Agreement.

The Fiscal Officer is hereby further authorized and directed to execute and deliver, in the name and on behalf of the University, a bond purchase agreement with the Original Purchaser for a series of Series 2012 Bonds (a "Series 2012 Bond Purchase Agreement") upon such terms as approved by such officer not inconsistent with this Bond Legislation and not substantially adverse to the University. The approval of such officer, and that a Series 2012 Bond Purchase Agreement is consistent with this Resolution and not substantially adverse to the University, shall be conclusively evidenced by the execution of such Series 2012 Bond Purchase Agreement by such officer. Subject to receiving any necessary appointment by the attorney general of the State, the Fiscal Officer is hereby authorized to make arrangements with Peck, Shaffer & Williams LLP to serve as bond counsel and underwriter's counsel for the Series 2012 Bonds, and such firm is hereby appointed to serve in such capacities.

The Fiscal Officer, and any other appropriate officer of the University, are each hereby separately authorized to make arrangements for the delivery of each series of the Series 2012 Bonds to, and payment therefor by, the related Original Purchaser. It is hereby determined that the prices for and the terms of the Series 2012 Bonds, and the sale thereof, all as provided in this Resolution, each Series 2012 Supplemental Trust Agreement and each the Series 2012 Certificate of Award are in the best interest of the University and in compliance with all legal requirements.

Section 6. Allocation of Proceeds of Series 2012 Bonds. (a) All of the proceeds received by on behalf of the University from the sale of the Series 2012 Bonds, other than Series 2012 Bonds that are sold to the OAQDA, shall be received and receipted for by the Fiscal Officer or the Trustee, and shall be deposited and allocated as follows:

(i) To the Debt Service Account of the Debt Service Fund, the portion of such proceeds representing accrued interest and any capitalized interest directed to be deposited in the Debt Service Account by the Series 2012 Certificate of Award; and

(ii) To the Refunded Bonds Escrow Fund such amount as set forth in the related Series 2012 Certificate of Award as is necessary to provide for cash and the

purchase of Refunded Bonds Defeasance Obligations sufficient to refund the Refunded Bonds as set forth in the Refunded Bonds Escrow Agreement; and

(iii) To the Series 2012 Projects Account which is hereby created as a separate deposit account within the Facilities Fund (except when invested as hereinafter provided) in the custody of the University or the Trustee or other entity, as the Fiscal Officer shall determine, the balance of such proceeds.

Proceeds of any Series 2012 Bonds that are sold to the OAQDA shall be deposited pursuant to the OAQDA Documents and applied to pay costs of the 2012 Energy Conservation Projects as provided in the OAQDA Documents

(b) Any such capitalized interest may be deposited in a separate sub-account of the Debt Service Account of the Debt Service Fund as the Fiscal Officer may determine. Upon a determination by the Fiscal Officer that any portion of such amount designated to be used for capitalized interest is not needed for such purpose, such portion may be transferred to the Refunded Bonds Escrow Fund or the Series 2012 Projects Account as the Fiscal Officer may direct.

(c) Such proceeds are hereby appropriated for the purposes of the respective funds and accounts into which such proceeds are deposited.

(d) No provision shall be made for a Debt Service Reserve Account with respect to the Series 2012 Bonds, and there shall be no Required Reserve for the Series 2012 Bonds. The Series 2012 Bonds shall not be payable from, and the Series 2012 Bonds shall not be secured by, any moneys in or investments credited to the Debt Service Reserve Account, and therefore, Debt Service Charges on the Series 2012 Bonds shall not have access to or claims upon the Debt Service Reserve Account.

Section 7. Series 2012 Projects Account; Refunded Bonds Escrow Fund; Recordkeeping; Application of Moneys. A record of each deposit into and disbursement from the Series 2012 Projects Account and the Refunded Bonds Escrow Fund shall be made and maintained by the party having custody of such account.

Moneys in the Refunded Bonds Escrow Fund shall be applied to payment of the principal of, and interest and any redemption premium on, the Refunded Bonds and invested, and any investment earnings credited, as provided in the Refunded Bonds Escrow Agreement.

Moneys in the Series 2012 Projects Account shall be used to pay Costs of University Facilities related to the 2012 Projects, capitalized interest to a date as may be set forth in the Series 2012 Certificate of Award and any Costs of University Facilities associated with the issuance of the Series 2012 Bonds and the refunding of the Refunded Bonds to the extent not paid from moneys in the Refunded Bonds Escrow Fund, 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 pay such costs and complete the 2012 Projects. Upon 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 Series 2012 Projects Account which shall be transferred to the Debt Service Account of the Debt Service Fund pursuant to this Section.

Upon such certification, any moneys remaining in the Series 2012 Projects Account and certified pursuant to the preceding paragraph shall be transferred by the party having custody of such Account to the Debt Service Account of the Debt Service Fund as set forth in the immediately preceding paragraph.

Moneys in the Series 2012 Projects Account may be invested in any lawful University investments in amounts maturing not later than the times when such amounts in the Series 2012 Projects Account are required to pay any costs payable from such Fund. Any investment made by the Trustee shall be at the written or oral (and, if oral, promptly confirmed in writing) direction of the Fiscal Officer. The term "lawful University investments" shall mean those investments made in accordance with the *Statement of Objectives and Policies for Non-Endowment Invested Funds*, approved by the Board on September 21, 2005, as the same may be amended or supplemented from time to time. Such investments may include qualifying money market mutual funds for which the Trustee or any of its affiliates provide services for a fee, whether as an investment advisor, custodian, transfer agent, registrar, sponsor, distributor, manager or otherwise.

Any investment of moneys in the Series 2012 Projects Account shall constitute a part of the Series 2012 Projects Account and the Series 2012 Projects Account shall be credited with all proceeds of sale, and gain or loss, from such investment. Interest earnings on moneys in the Series 2012 Projects Account shall be credited when received to the Series 2012 Projects Account. For investment purposes only, moneys in the Series 2012 Projects Account may be commingled with moneys from one or more funds held by the Trustee pursuant to the Trust Agreement; provided that separate records are maintained for each such fund, the investments made therefrom, and the interest earnings credited thereto.

Section 8. Series 2012 Supplemental Trust Agreement; Refunded Bonds Escrow 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 Series 2012 Supplemental Trust Agreement pursuant to the Trust Agreement in connection with the issuance of each series of the Series 2012 Bonds and a Refunded Bonds Escrow Agreement, in such forms 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 each Series 2012 Supplemental Trust Agreement and the Refunded Bonds Escrow Agreement by such officer or officers.

Consistent with Section 8.02 of the Original Trust Agreement, the University and the Trustee, without the consent of or notice to any of the Bondholders, may enter into agreements supplemental to the Trust Agreement and the Series 2012 Supplemental Trust Agreements to the extent necessary or desirable to permit (i) the transfer of Series 2012 Bonds from one Depository to another, and the succession of Depositories or (ii) the withdrawal of Series 2012 Bonds issued to a Depository for use of a book entry system and the issuance of replacement Series 2012 Bonds in fully registered form to others than a Depository.

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, this Resolution and the Refunded Bonds Escrow Agreement.

The appropriate officers of the University shall do all things necessary or proper to implement and carry out the orders and agreements set forth in or approved in this Resolution for the proper fulfillment of the purposes of the General Bond Resolution and this Resolution. The Secretary of the Board shall furnish to the Original Purchaser a true and certified transcript of all proceedings taken with reference to the authorization and issuance of the Series 2012 Bonds along with other information as is necessary or proper with respect to the Series 2012 Bonds.

The Refunded Bonds shall be and hereby are ordered called for optional redemption according to their terms on the first optional redemption date following the issuance of the related Series 2012 Bonds at the redemption prices set forth therein. The Fiscal Officer and other appropriate officers and employees of the University are each hereby separately authorized to engage a firm of certified public accountants to verify the sufficiency of the moneys and investments in the Refunded Bonds Escrow Fund and to subscribe for and purchase such United States Treasury obligations, including such obligations of the State and Local Government Series, as shall be required by the Refunded Bonds Escrow Agreement, and to pay for the services of such accountants and for such obligations with the proceeds of the related Series 2012 Bonds, and any such actions heretofore taken by such officers or the Original Purchaser of the related Series 2012 Bonds or bond counsel in connection with such subscription and purchase are hereby approved, ratified and confirmed.

Section 9. Tax Matters. The University hereby covenants that it will not take any action, or fail to take any action, if any such action or failure to take action would adversely affect the exclusion from gross income of the interest on the Tax-Exempt Series 2012 Bonds under Section 103(a) of the Code. Without limiting the generality of the foregoing, the University hereby covenants as follows:

(a) The University will not directly or indirectly use or permit the use of any proceeds of the Tax-Exempt Series 2012 Bonds or any other funds of the University, or take or omit to take any action that would cause the Tax-Exempt Series 2012 Bonds to be “arbitrage bonds” within the meaning of Sections 103(b)(2) and 148 of the Code. To that end, the University will comply with all requirements of Sections 103(b)(2) and 148 of the Code to the extent applicable to the Tax-Exempt Series 2012 Bonds. In the event that at any time the University is of the opinion that for purposes of this sub-section (a) it is necessary to restrict or limit the yield on the investment of any moneys held by the Trustee under the Trust Agreement, the Fiscal Officer shall so instruct the Trustee in writing, and the Trustee shall take such action as may be necessary in accordance with such instructions. The Fiscal Officer, or any other officer having responsibility with respect to the issuance of the Tax-Exempt Series 2012 Bonds, is authorized and directed to give an appropriate certificate on behalf of the University, on the date of delivery of the Tax-Exempt Series 2012 Bonds for inclusion in the transcript of proceedings, setting forth the facts, estimates and circumstances and reasonable expectations pertaining to the use of the proceeds thereof and the provisions of such Sections 103(b)(2) and 148, and to execute and deliver on behalf of the University an IRS Form 8038G in connection with the issuance of the Tax-Exempt Series 2012 Bonds.

Without limiting the generality of the foregoing, the University agrees that there shall be paid from time to time all amounts required to be rebated to the United States pursuant to Section 148(f) of the Code. This covenant shall survive payment in full or defeasance of the Tax-Exempt Series 2012 Bonds. The University specifically covenants to pay or cause to be paid to the United States at the times and in the amounts determined under Section 10 hereof the Rebate Amounts, as described in the Federal Tax Documents. The Trustee agrees to perform all tasks required of it in the Federal Tax Documents.

Notwithstanding any provision of this sub-section (a), if the University shall provide to the Trustee an opinion of nationally recognized bond counsel to the effect that any action required under this Section and Section 10 of this Resolution is no longer required, or to the effect that some further action is required, to maintain the exclusion from gross income of the interest on the Tax-Exempt Series 2012 Bonds pursuant to Section 103(a) of the Code, the University and the Trustee may rely conclusively on such opinion in complying with the provisions hereof.

(b) So long as any of the Tax-Exempt Series 2012 Bonds, or any obligations issued to refund the Tax-Exempt Series 2012 Bonds, remain unpaid, the University will not

operate or use, or permit the operation or use of, the 2012 Projects, the improvements financed with the Refunded Bonds, or any part thereof in any trade or business carried on by any person within the meaning of the Code which would (i) cause the Tax-Exempt Series 2012 Bonds to be “private activity bonds” within the meaning of Section 141 of the Code, and (ii) result in the interest payable on the Tax-Exempt Series 2012 Bonds to be not exempt from federal income taxation under the Code.

Section 10. Rebate Fund.

(a) There has previously been created and ordered maintained in the custody of the Trustee (except when invested as herein provided), the Rebate Fund, which shall not constitute a Special Fund or Account securing the Series 2012 Bonds or other Obligations. There shall be deposited in the Rebate Fund such amounts as are required to be deposited therein pursuant to the Federal Tax Documents. Subject to the transfer provisions provided in paragraph (d) below, all money at any time deposited in the Rebate Fund shall be held by the Trustee in trust, to the extent required to satisfy the Rebate Amount (as defined in the Federal Tax Documents), for payment to the United States of America, and neither the University nor the owner of any Bonds shall have any rights in or claim to such money. All amounts deposited into or on deposit in the Rebate Fund shall be governed by this Section, by Section 9 of this Resolution and by the Federal Tax Documents (which is incorporated herein by reference).

(b) The Trustee shall have no obligations to rebate any amounts required to be rebated pursuant to this Section, other than from moneys held in the funds created under the Trust Agreement or from other moneys provided to it by the University upon its request for said moneys from the University as set forth in the Federal Tax Documents.

(c) The Trustee shall, at the direction of the University, invest amounts held in the Rebate Fund and deposit all earnings on such amounts as provided in the Federal Tax Documents.

(d) The Trustee shall remit moneys in the Rebate Fund to the United States, as directed in the Federal Tax Documents. Any funds remaining in the Rebate Fund after redemption and payment of all of the Bonds and payment and satisfaction of any Rebate Amount, or provision made therefor satisfactory to the Trustee shall be withdrawn and remitted to the University.

(e) Notwithstanding any other provision of this Resolution or the Trust Agreement, the obligation to remit the Rebate Amounts to the United States and to comply with all other requirements of this Section, Section 9 of this Resolution and the Federal Tax Documents shall survive the defeasance or payment in full of the Bonds.

Section 11. Official Statement. The Fiscal Officer is hereby authorized to execute and deliver preliminary and final official statements on behalf of the University for any or all series of the Series 2012 Bonds, in such forms as such officer may approve, and to deem such official statements to be “final” for purposes of Securities and Exchange Commission Rule 15c2-12, such officer’s execution thereof on behalf of the University to be conclusive evidence of such authorization, approval and deeming, and copies thereof are hereby authorized to be prepared and furnished to the Original Purchaser for distribution to prospective purchasers of the Series 2012 Bonds and other interested persons.

The Fiscal Officer on behalf of the University is hereby authorized to execute and deliver continuing disclosure certificates or agreements dated as set forth in a Series 2012 Certificate of Award (a “Continuing Disclosure Certificate”) in connection with the issuance of the related Series 2012 Bonds in such forms as such officer may approve. The University hereby covenants and agrees that it will execute, comply with and carry out all of the provisions of each Continuing Disclosure Certificate. Failure to comply with any such provisions of a Continuing Disclosure Certificate shall not constitute a default on the Series 2012 Bonds; however, any holder or owner of the Series 2012 Bonds may take such action as may be necessary and appropriate, including seeking specific performance, to cause the University to comply with its obligations under this paragraph and such Continuing Disclosure Certificate.

The Fiscal Officer on behalf of the University is hereby authorized to furnish such information, to execute such instruments and to take such other actions in cooperation with the Original Purchaser as may be reasonably requested to qualify the Series 2012 Bonds for offer and sale under the Blue Sky or other securities laws and regulations and to determine their eligibility for investment under the laws and regulations of such states and other jurisdictions of the United States of America as may be designated by the Original Purchaser; provided however, that the University shall not be required to register as a dealer or broker in any such state or jurisdiction or become subject to the service of process in any jurisdiction in which the University is not now subject to such service.

Section 12. Series 2012 Credit Support Instrument. The Fiscal Officer is hereby authorized, but shall not be required, to apply for one or more Series 2012 Credit Support Instrument. The Fiscal Officer is hereby authorized to select one or more Financial Institution having qualifications and duties as may be set forth in a Series 2012 Certificate of Award and a Series 2012 Supplemental Trust Agreement to serve as a Series 2012 Financial Institution and to provide any Series 2012 Credit Support Instrument, and to accept the commitment of a Series 2012 Financial Institution therefor, and the payment of the fees, premiums and expenses relating to any Series 2012 Credit Support Instrument from sources as may be described in the related Series 2012 Certificate of Award and the Series 2012 Supplemental Trust Agreement is hereby authorized. 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 reimbursement agreement or other agreement with each Series 2012 Financial Institution providing for the payment of the fees and expenses of such Series 2012 Financial Institution and the reimbursement, and security for the reimbursement, of such Series 2012 Financial Institution for advances made pursuant to any Series 2012 Credit Support Instrument, in such form as may be permitted by the Act and approved by the officer or officers executing the same on behalf of the University. The approval of such form by the Board and such officer or officers shall be conclusively evidenced by the execution of such agreement by such officer or officers.

Section 13. Temporary Series 2012 Bonds. Pending the preparation of definitive Series 2012 Bonds the University may execute and the Trustee shall authenticate and deliver temporary Series 2012 Bonds in printed or typewritten form. Temporary Series 2012 Bonds shall be issuable in fully registered form, of any denomination, and substantially in the form of the definitive Series 2012 Bonds but with such omissions, insertions and variations as may be appropriate for temporary Series 2012 Bonds, all as may be determined by the Fiscal Officer. Every temporary Series 2012 Bond shall be executed on behalf of the University, and be authenticated by the Trustee upon the same conditions and in substantially the same manner, and with like effect, as the definitive Series 2012 Bonds. If one or more temporary Series 2012 Bonds are issued, then without unnecessary delay the University shall execute and furnish to the Trustee in exchange therefor without charge, and the Trustee shall authenticate and deliver in exchange for such temporary Series 2012 Bonds an equal aggregate principal amount of definitive Series 2012 Bonds. Until so exchanged the temporary Series 2012 Bonds shall be entitled to the same benefits under the Trust Agreement as definitive Series 2012 Bonds.

Section 14. Prior Actions Approved. All actions hereto taken by officers and employees of the Board and the University in connection with the approval, authorization, sale, execution, delivery and issuance of the Prior Obligations or the security therefor, or any Interest Rate Hedge or Credit Support Instrument related thereto or to the Series 2012 Bonds, are hereby approved, ratified and confirmed.

Section 15. Additional Special Funds and Accounts. The Fiscal Officer is hereby authorized to create such additional Special Funds and Special Accounts in connection with the Series 2012 Bonds and the security therefor and the remarketing thereof as the Fiscal Officer deems necessary. Any such Special Funds and Accounts and the permitted investment thereof shall be described in the Series 2012 Certificate of Award.

Section 16. 2012 Energy Conservation Projects; OAQDA Documents. Each of the 2012 Energy Conservation Projects is hereby determined to be an "air quality facility", as defined in the OAQDA Act, and (ii) consistent with the purposes of the OAQDA Act, which are to provide for the conservation of air as a natural resource of the State, prevent or abate the pollution thereof, and provide for the comfort, health, safety and general welfare

of all employees, as well as other inhabitants of the State. The Board hereby determines that, if so determined in the related Certificate of Award, it is advisable and in the best interest of the University to enter into the OAQDA Loan Agreement, the OAQDA Notes and the OAQDA Escrow Agreement (collectively, the "OAQDA Loan Documents") to provide for the financing of the 2012 Energy Conservation Projects as provided herein.

If the OAQDA Loan is approved by the OAQDA, the Board hereby (x) consents to the issuance of the OAQDA Bonds and the assignment by the OAQDA of some or all of the OAQDA's interests under the OAQDA Loan Documents to the holders of the OAQDA Bonds or a trustee therefore as security for the OAQDA Bonds, and (y) acknowledges that the University will be directly obligated to such holders or trustee, and that such holders or trustee may proceed directly against the University to enforce the University's obligations under the OAQDA Loan Documents.

The Fiscal Officer is hereby authorized to apply for the OAQDA Loan, to determine which of the 2012 Energy Conservation Projects are to be financed with proceeds of the OAQDA Loan and to accept the commitment of the OAQDA therefor, and the payment of the fees, premiums and expenses relating to the OAQDA Loan from sources as may be described in the OAQDA Loan documents, the related Series 2012 Certificate of Award and the Series 2012 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, the OAQDA Loan Documents in such form as may be permitted by the Act, the Trust Agreement and the OAQDA Act and approved by the officer or officers executing the same on behalf of the University. The approval of such form by the Board and such officer or officers shall be conclusively evidenced by the execution of such agreement by such officer or officers.

Section 17. Changes Related to the Series 2001 Bonds . 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, amendments to, or replacements or terminations of, either or both of the Credit Support Instrument for the Series 2001 Bonds (being a Standby Bond Purchase Agreement dated May 3, 2001 between the University and Dexia Credit Local) and the Series 2001 Swap Agreement, and related amendments to or supplements of the First Supplemental Trust Agreement, in such form and upon such terms that the official executing the same deems advantageous to the University as may be permitted by the Act. The approval of the form of any such document by the Board and such officer or officers and that the terms thereof are advantageous to the University, shall be conclusively evidenced by the execution of such document by such officer or officers.

Section 18. Relationship of this Resolution to General Bond Resolution. It is understood and acknowledged by the University that the Series 2012 Bonds are being

issued pursuant to the terms of the General Bond Resolution, as amended and supplemented by the terms of this Resolution; that the Series 2012 Bonds are subject to all of the terms and conditions of the General Bond Resolution, as amended, except as otherwise provided herein; and that all of the terms, conditions, covenants and warranties contained in the General Bond Resolution, as amended, except as otherwise provided herein, shall apply with like force and effect to the Series 2012 Bonds as if originally made in connection therewith. The General Bond Resolution and the Trust Agreement, as amended and supplemented to date including by this Resolution, and the Obligations issued to date thereunder, including the Prior Obligations, are hereby approved, ratified and confirmed.

Section 19. General. This Resolution is adopted pursuant to the General Bond Resolution and the Trust Agreement. The appropriate officers of the University shall do all things necessary and proper to implement and carry out the orders and agreements set forth in or approved in the General Bond Resolution and this Resolution for the proper fulfillment of the purposes thereof. Without limiting the generality of the foregoing, the Fiscal Officer and other appropriate officers of the University are hereby authorized to apply to the Chancellor of the Ohio Board of Regents for any required approvals with respect to the 2012 Projects or the Series 2012 Bonds. Should all the Series 2012 Projects or the Series 2012 Bonds not receive such approvals by the time the Series 2012 Bonds to fund the 2012 Projects are sold, the Fiscal Officer shall set forth in the Series related 2012 Certificate of Award the 2012 Projects and the amount of such Series 2012 Bonds that have received such approvals. Thereupon, such Series 2012 Bonds shall be issued in a principal amount not exceeding the amount approved by the Chancellor of the Ohio Board of Regents and the 2012 Projects shall include only the projects approved by the Chancellor of the Ohio Board of Regents.

Section 20. Inconsistencies. All orders, resolutions and other official actions, or parts thereof, inconsistent herewith or with the documents hereby authorized, approved, ratified or confirmed are hereby repealed, but only to the extent of such inconsistency. This Resolution shall not be construed as otherwise revising any order, resolution or other official action, or part thereof.

Section 21. Open Meeting Determination. 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 22. Effective Date. This Resolution shall take effect and be in force immediately upon its adoption.

Adopted: November 18, 2011

Trustee Anderson then reviewed the resources committee's discussion regarding a resolution regarding signature authority (Tab 6) brought forth by John Biancamano, General Counsel. This resolution was discussed during the September Board of Trustees meeting and provides a short and clear order for the President and five sub-delegates authorized to give signature authority. Trustee Anderson brought the recommendation of the resources committee forward and moved for its adoption. Trustee Dewire seconded the motion. Vice-Chair Harris asked for comments. Vice-Chair Harris called for a vote and the motion carried by unanimous vote.

SIGNATURE AUTHORITY

RESOLUTION 2011-3245

WHEREAS, in accordance with Chapters 3337 and 3345 of the Ohio Revised Code, the Board of Trustees is the governing body for Ohio University with authority to enter into contracts and incur obligations that are legally binding on the university; and

WHEREAS, in 2005 the Ohio University Board of Trustees adopted Resolution 2005-2019 regarding the delegation to university officers of authority to sign legal documents; and

WHEREAS, the Board desires to revise its signature delegation to clarify the authority of university officers in this regard and to manage the legal and financial risks relating to the proper approval of agreements with entities outside the university;

NOW THEREFORE, BE IT RESOLVED, that the President shall be the signatory on all matters required by law to be approved by the Board of Trustees, including leases of university land and bond financing documents;

BE IT FURTHER RESOLVED, that the President is authorized to approve:

- a. all policies and procedures of the university;
- b. all policies and procedures relating to the operations of the Faculty, Administrative and Classified Senates;
- c. the granting to faculty of tenure and promotions.

BE IT FURTHER RESOLVED, that the President is authorized to sign on behalf of the university all contracts and other documents in which the university incurs or discharges a legal or financial obligation;

BE IT FURTHER RESOLVED, that in the President's absence, the Executive Vice President and Provost is authorized to serve as the President's designated alternate signatory;

BE IT FURTHER RESOLVED, that the President is authorized to make sub-delegations of signature authority to appropriate university officials in accordance with their functional responsibilities;

BE IT FURTHER RESOLVED, that the President is directed to implement appropriate procedures to ensure compliance with signature authority delegations and to minimize the legal and financial risks associated with the approval of university contracts.

Trustee Anderson reported that the resources committee supported the next two resolutions on the consent agenda (Tab 7 and 8). Tab 7 discusses the purchase of the Proctorville campus and Tab 8 discusses the building of a Zanesville recreation center.

Trustee Anderson then introduced a resolution that was not included with the Board materials because negotiations only came to fruition yesterday morning prior to the Board meeting. Trustee Anderson explained that resolution would authorize the negotiation and purchase of real property for the expansion of the OUHCOM on Post Road in Dublin, Ohio. This resolution would give the President authority to move forward with a purchase price not to exceed \$11 million. Trustee Anderson provided background as discussed during the committee meeting by Donna Goss, Director of Community Engagement and Real Estate Management. Ten potential sites were identified and five potential sites were visited and toured by Dr. Jack Brose, Dean of the OUHCOM, and trustees. The site in Dublin, was determined to be the most desirable of those sites viewed for consideration. Ongoing negotiations are being held with the City of Dublin for additional property, however, this is not included in the current resolution. This purchase would include 14.9 acres and three structures, one of which is currently being rented and will continue to be rented through 2017. This will create an additional revenue stream of \$850,000 annually. Trustee Anderson reported that \$8 million from the Osteopathic Heritage Foundation gift will be used to upgrade the current buildings, which is well under the projected \$24 million amount planned for this project. Trustee Anderson reported the committee enthusiastically recommends approval. Trustee Anderson moved the resolution forward and Trustee Lake seconded the motion. Vice-Chair Harris asked for comments and thanked Dean Brose for leading the charge.

President McDavis invited Dean Brose to make a few comments. Dean Brose expressed his excitement for the OUHOM's ability to turn out primary care physicians to serve central Ohio. He reported his excitement about the site and the neighbors and thanked the staff, Mr. Golding, Donna Goss, and the support from President McDavis and Provost Benoit and the Heritage Foundation for making this possible.

Vice-Chair Harris acknowledged the work of everyone that made this wonderful development possible. President McDavis added by stating this historic day adds to the excellence at the five already existing regional campuses. He also reported this is an opportunity to bring Ohio University into sharp focus on the state capital which outlines how important transformational gifts truly are.

Vice-Chair Harris called for a vote and the motion carried by unanimous vote.

**RESOLUTION TO APPROVE THE NEGOTIATION AND ACQUISITION OF
REAL PROPERTY FOR THE OHIO UNIVERSITY HERITAGE COLLEGE OF
OSTEOPATHIC MEDICINE (OUHCOM)**

RESOLUTION 2011-3246

WHEREAS, the Ohio University Heritage College of Medicine (OUHCOM) has secured a grant from the Osteopathic Heritage Foundation to locate a medical and academic campus in the central Ohio area, and

WHEREAS, pursuant to Ohio Revised Code, 3337.10, 3337.11, 3337.13, 3345.11 and other relevant statutory provisions, the Ohio University Board of Trustees is authorized to do all things necessary for the continuous and successful operation of the Heritage College of Osteopathic Medicine, and

WHEREAS, the University has assembled a representative team of university leaders and staff, assisted by central Ohio real estate legal counsel duly appointed by the Ohio Attorney General, and management firms, which have performed a rigorous review of sites in the Columbus area, and

WHEREAS, the team, through their site visits, discussions with affected city and municipal representatives, and parallel due diligence reviews of sites and preferred criteria, identified a preferred site and would like to proceed with completion of the negotiation and acquisition.

NOW THEREFORE, BE IT RESOLVED, that the Ohio University Board of Trustees does hereby authorize the President or his designee to proceed with the further negotiation, acquisition and transaction of property located at 7001-7003 Post Road, Dublin, Ohio, for a purchase price not to exceed \$11 million, as the preferred site for the OUHCOM Columbus Campus.

BE IT FURTHER RESOLVED, that the President or his designee shall have the authority and power to negotiate, exchange, mortgage, buy, sell, deal with all real and any personal or tangible personal property associated with the preferred site, to direct and manage the financing, assets, claims, taxes, rents, to accept conveyance, record and transact funds for the completion of the purchase and closing and final disposition of the real and personal property attributed to the preferred site.

Trustee Anderson reported the resources committee was provided with the first annual human resources report (Tab 10) by VP Golding. This included a summary of the current state of the University's human resources and the accompanying compensation and benefits costs and issues. No action was noted.

The final piece of information during the resources committee meeting was a report from Brian Benchoff, Vice President for Advancement, regarding the capital campaign update. Through October 31st, the campaign has raised \$376.8 million in pledges which is 83.5% of the total goal. The next portion of the campaign will focus on endowment gifts and the public portion of the campaign begins on April 27, 2012. Trustee Anderson shared her congratulations and concluded her report.

Vice-Chair Harris complimented the committee and the work down on this historic day in the history of Ohio University. She then called Hugh Sherman, Dean of the College of Business, forward to give the Program Spotlight portion of the President's report that was postponed earlier. An update was given regarding the electric and it was noted that the electric was expected to be off for the remainder of the meeting.

Program Spotlight

Dean Sherman expressed his appreciation for the opportunity to talk about the College of Business. He reviewed the handout of his report and passed copies out to each of the trustees. He identified the strategy of the College of Business and how they are using the dashboard to measure progress. He reported their vision is for the Ohio University College of Business to be among the top 25 business schools in the country. He emphasized leadership by providing innovative professional action oriented business education. Dean Sherman indicated their goal to do much more than just increase critical thinking, but also emphasize practice by applying their knowledge, judgment, and tools to solve real world

situations. Secondly, Dean Sherman highlighted the importance of innovation and entrepreneurship. He stated the world is advancing so fast that it's not enough to just do what you're told. Therefore, their goal is to help students be successful by finding new ways, new products, and new services that add value. Thirdly, Dean Sherman highlighted the importance of leadership with a focus on helping students learning how to build teams and develop mutual trust. Lastly, Dean Sherman stated a focus to build strategic thinkers that holistically solve business problems, not defined by any one discipline, but incorporates the entire organization.

Dean Sherman referred to the handout that displays the distinctive learning architecture of the College of Business to prepare students to obtain the highest credentials and experiences through the integrated focused curriculum. At the top are the elite programs that include the honors and leadership select programs. The second tier includes the Walter Center for Strategic Leadership which is a certificate program that affects and encourages all students from throughout the University to participate. The third tier is a distinctive experience that includes the Schey Sales Centre, the Center for Entrepreneurship, and Professional Consulting. Students in the College of Business have various consulting opportunities including various programs. The Sox program gives select students the opportunity to do auditing work for 1-2 years with Plante Moran. The Consulting Fellows program allows students to do work through Voinovich school and Steve Golding's office. The Schey Sales Center is ran by 25 students that form committees and are responsible for everything from communications to developing corporate sponsors. Corporate sponsors allow the Center to run and are required to give anywhere from \$10-20,000 in order to participate and are granted permission to review students' resumes first. The student investment groups also enhance real Foundation money after going through a student-led training and orientation. Dean Sherman identified that all of these opportunities are very competitive and around 50% of students are selected. Therefore, students that participate are motivated to do so. In addition, all programs are student led and student centered. Although they are advised, students are responsible for real investment decisions and determining what knowledge they must learn in order to be successful. Student then teach the future cohort of students.

Dean Sherman reviewed the dashboard and made note that the College of Business exceeds the University and national averages in nearly every aspect. He made note that the faculty/staff ratio is higher than the rest of the University, but this was necessary due to the enrollment increase in the College of Business from 1600 to 2000 students. Dean Sherman reported class sizes had to increase to serve those students. He reviewed the ratio of faculty that are professionally and academically qualified. Dean Sherman highlighted that a large portion of students participate in student organizations, but they need to measure seniors in order to get a true measure of student participation. Currently, there are approximately 920 participating in a student organization activity. Dean Sherman identified the College of Business assess analytic thinking scores taken from the NSSE results of freshman and

seniors and they plan on selecting a critical thinking instrument to be used in a similar pre/post-test manner.

Dean Sherman reported that all students, beginning in September 2012, will be required to complete at least one internship prior to graduation. He reported they project that most students will have more than one internship. Students have the opportunity to do global consulting in which they go to host countries and complete a defined consulting project with students from the host institution and present results back to the organization. Dean Sherman reported most universities brag about having 8-10% of students with international experiences, but the College of Business has 33%.

Dean Sherman reported the College of Business raised \$3.4 million dollars externally and this money is given to scholarships and endowed professorships, both of which are crucial to the academic experience. He stated it's the external revenue that is the result of the spirit of entrepreneurship that differentiates the academic experience in Athens.

Vice-Chair Harris complimented Dean Sherman for the required internships and described this as very powerful and forward thinking.

Dean Sherman reported it took a while to build the infrastructure to support the internship requirements, but it has been well worth it. He reported there is only one other school that he knows of that has this requirement.

A four students who were seniors in Business were present and shared their experiences in the College of Business. Jessica Hizenga reported that she is currently completing her third internship and has already accepted a full-time job in sales and marketing.

Anthony Demarina shared that he has been an administrative assistant in the School of Business since his freshman year. He highlighted the importance of providing nearly \$6500 of working capital to the University which primarily funds research grants. He also highlighted the benefit of networking with alumni in Boston that gave them exposure to six corporate companies that wouldn't have been possible in the central Ohio region.

Laura Kester highlighted the importance of application and being able to lead organizations. She highlighted that all decisions are student-led and reported her friends are surprised when she tells them of her responsibility to the investment decisions of \$2 million. She also highlighted the importance of her global experience in Hungary which helped her too explore her passions.

Jared Barker addressed the importance of working with corporate sponsors at the Sales Center and being given the opportunity to audit the Student Senate appropriations committee and work for Renaissance Hotels. He also highlighted the importance of the

faculty in the School of Business and their commitment to student success that outweighed his expectations.

Dean Sherman exclaimed that these students exhibit why the real-world experience is so important.

President McDavis reviewed an encounter with an Ohio University alumni in San Francisco that spoke praises of his experience at the Schey Sales Center and how this help his employment search.

Vice-Chair Harris complimented the students and remarked that she feels secure about her future and opened up the floor to comments.

Trustee Krasovec reported that he has never been disappointed with the students he has worked with through the business fellows program and identified that all of the students he met with last had jobs prior to graduation.

Alumni Representative Greenfield exclaimed the value of the student experience and encouraged these students to get involved with the alumni organization upon graduation.

Vice-Chair Harris thanked Dean Sherman and his students.

University Academics Committee Report

Trustee Dewire gave the report from the University Academics Committee. He indicated that the report from Dean Sherman was a follow-up from the September retreat that aimed to focus on academic quality in a new college each Board meeting. Trustee Dewire reported the academic committee meeting started with a report from Executive Vice President and Provost (EVPP) Pam Benoit. Trustee Dewire indicated that agendas for the university academics committee meetings to include “deep dives” on academic dashboard indicators. A presentation was given by Hugh Sherman, Dean of the College of Business. Trustee Dewire reported that this presentation made it clear that Dean Sherman wants the College of Business to be the best in the country and believes they have the tools and faculty to accomplish this goal. Trustee Dewire reported each college will have the opportunity to share with the academics committee how the college operates, builds curriculum, and measures outcomes.

Trustee Dewire indicated that the dashboard indicators reviewed by EVPP Benoit during this academics committee meeting included degrees granted, ACT composite, and student/faculty interaction rating.

Ohio University is second in the state, behind Ohio State, in bachelor degrees granted and third highest in the state in granting associates degrees. This is an important indicator in the percentage of SSI funds available and closely aligns with the state-wide goal to increase the number of Ohioans with a college degree. Trustee Dewire acknowledge the importance of the ACT composite as an important indicator of future college success along with high school grades. Trustee Dewire reported the National Survey of Student Engagement (NSSE) provides five benchmarks to measure student/faculty interaction. Both first year students and seniors at Ohio University reported significantly higher student faculty interaction as compared to the University's aspirational peers, Carnegie Contemporaries, and other institutions participating in the NSSE. Ohio University has worked hard to improve these ratings through the use of learning communities, 1:1 advising, and other initiatives. These faculty-student interaction scores have consistently increased over the past years (Tab 12).

Trustee Dewire then reviewed Tab 13, which involved a discussion of the assessment of learning outcomes and general education. EVPP Benoit has been in discussion with her peers across the United States and discovered that Ohio University is one of very few institutions that address the assessment of general education. Under the direction of faculty senate, learning outcomes are included in all course syllabi and are seen by students when entering the course. Learning outcomes are assessed by CAP tests, professional exams, capstone courses, and student self-reporting.

The results of an alumni survey were reviewed which included information related to their satisfaction level with general education, including the Tier courses, and what skills were needed in their current jobs and how much of that skill was obtained at OHIO. Their greatest satisfaction was with Tier II courses and the skills judged to be most needed included critical thinking and oral and written communication. Interviews were also conducted with freshman and seniors regarding general education. Seniors expressed an interest in a wider variety of general education courses which would include more hours required and wanted courses that were engaging, collaborative, and taught well. Students interviewed were generally positive about their general education experience and cited general analytic thinking, job/work related knowledge, oral and written communication skills, and effective team-work were seen as important. Faculty survey results were similar.

Trustee Dewire then reported that Vice Provost for Enrollment Management, Craig Cornell, and Michael Williford offered an update on enrollment. Preliminary reports indicated enrollment is up for Athens campus students.

(electrical power was restored)

There are 4000 off-campus e-learning students. Athens' enrollment minus the OUHCOM is nearly 22,000 undergraduates. With the OUHCOM, the total enrollment is nearly 26,000. Currently, there are approximately 36,000 students enrolled in all Ohio University

campuses. Targeted recruitment in Pennsylvania has included 276 college fairs and high school visits, scholarship programs, and collaboration with alumni. Out-of-state student numbers are up 12% because of the targeting marketing. There are around 1,600 international students, which is a 30 year high, resulting from visits to embassies, student groups, and recruiters with goals for growth in areas of international studies. African American Studies and other programs are attracting international student and the *YourCampus360* tour includes three languages beyond English. There is an enhanced international focus on China, while growth is occurring in Saudi Arabia and Oman student enrollment. This year saw 50 new students from Oman. The overall international student enrollment is up 6% and doesn't include the 50 new Omani students. Multicultural enrollment, including underrepresented groups, is up 9% and scholarships are being developed to increase this number. Transfer student enrollment is also up 9%.

It was also noted that the marketing budget now has base funding for the first time which allows for managed multi-year marketing contracts. The Trustee Gateway Scholarship, a targeted scholarship program for high achieving out-of-state students, was increased from \$4,500 to \$6,000 per student. Also, the Green and White awards helped to secure 100 enrollments of admitted students who needed additional financial assistance. The new Alumni Legacy Award will provide in-state tuition to out-of-state students with one or more parents who are OU alumni. Finally, six new brochures with majors and colleges that have big job opportunities were presented. Predictions for 2012 enrollment were reviewed and they are at 38% of their application goal.

Trustee Dewire offered an update on the three dean searches currently underway, all candidates will have been interviewed, hopefully, with offers to follow. A search committee is being appointed to fill the HCOM dean opening. EVPP Benoit hopes to have all deans in place by July 1, 2012.

Trustee Dewire reviewed (Tab 15) regarding the renaming of the Patton College of Education and Human Services to the Patton College of Education. Dean Renee Middleton spoke to this matter. She reported the College of Education has traditionally housed programs including human services and in order to shorten the name in line with the comprehensive view of education which is a testament to how well the realignment is going. The academics committee proposed action on this resolution. Trustee Dewire made the motion on behalf of the committee. Trustee Brightbill seconded. Vice-Chair Harris asked for comments. None noted. Motion carried by unanimous vote.

**The Gladys W. and David H. Patton College of Education and Human Services
RESOLUTION 2011-3247**

WHEREAS, The Gladys W. and David H. Patton College of Education and Human Services (hereafter referred to as The Patton College) priorities will continue to focus on

enhancing our collaborations with colleges, universities, community agencies, schools, parks, restaurants, hotels, tourism, sport coaching associations and other customer service agencies, and

WHEREAS, The Patton College research and creative activity will continue to focus on P-16 student learning, health and wellness, ethics and leadership in customer service, sport coaching, education research and policy, Appalachian and rural challenges and opportunities, and other relevant research and scholarship in related education and human service professions, and

WHEREAS, The College of Education since 1948 has always housed programs in the human services professions (Counseling and Student Personnel); offering doctoral programs in Guidance and Counseling in 1958; and undergoing realignment in 2010 adding several outstanding programs from the Colleges of Health and Human Services: Physical Education; Recreation Studies; Coaching Education, Early Childhood; Restaurant Hotel, and Tourism; Retail Merchandising; and Family and Consumer Sciences, and

WHEREAS, The Patton College now comprises five excellent departments: Counseling and Higher Education, Human and Consumer Science Education, Educational Studies, Recreation and Sport Pedagogy, and Teacher Education; whose faculty and academic leadership understand the comprehensive mission of colleges of education in the 21st century, and

WHEREAS, in consideration of historical precedent and prevailing practice at Ohio University and elsewhere, the name “College of Education” can subsume all of these broad understandings about the alignment of education and human services fields.

THEREFORE, BE IT RESOLVED that The Gladys W. and David H. Patton College of Education and Human Services shall be named The Gladys W. and David H. Patton College of Education.

Trustee Dewire reviewed the resolution regarding a review of centers and institutions (Tab 16) This process will continue for another year and be placed on the consent agenda.

Trustee Dewire reviewed two consent agenda items including the naming of the Voinovich room in the Alden Library (Tab 17) and the naming of the Motion and Control Laboratory of the Russ College (Tab 18).

Trustee Dewire concluded his remarks.

Vice-Chair Harris asked for comments. None noted. She acknowledged her pleasure that the discussions on academic quality and the data-dashboard from the retreat have continued.

Trustee Dewire reported each dean that presents will bring their own dashboard for their college.

University Governance Committee Report

Trustee Brightbill offered a report from the university governance committee. A tentative schedule for the 2012 Board of Trustees meetings was distributed with comments being due back by the middle of December to be distributed to the full Board of Trustees for review. A review of the by-laws will take place between now and January. The process for selecting a replacement for National Trustee Krasovec is beginning and recommendations are being sought. Recommendations should be directed to Secretary Davis and will be brought to the full Board by April for a recommendation. Information regarding professional development through the Association for Governing Bodies (AGB) conference in April was reviewed and trustees wishing to participate were instructed to contact Secretary Davis. Finally, a global statement on ethics and accountability from the Board of Trustees is being reviewed.

President McDavis reported there is some discussion of mapping out the Board of Trustees and Foundation Board meetings for three year increments in order to assist with the prep-work and recruiting purposes. Finally some discussion was held regarding the possible need to align Board meeting schedules with the new semester schedule.

Trustee Brightbill concluded this report.

University Audit Committee Report

Trustee Wolfort shared the report on the university audit committee. He congratulated the Board of Trustees for its successes on this memorable day. He reviewed the presentation of Brian Ennis, Senior Auditor, regarding the Ethics Hotline system including a description, advantages, and recent activity. Trustee Wolfort reported that Jeff Davis, Audit Manager, presented the Audit Committee Charter including the purpose, committee composition, and responsibilities related to the external audit, internal audit function, internal controls, and compliance. Trustee Wolfort then reviewed the Plante Moran presentation of the external audit of FY11. He indicated this report was outstanding and exemplifies the University's terrific financial performance and improvement. He indicated the financial staff and the ease of the process were complimented and allowed the audit to be completed

on time. Trustee Wolfort then reported John Biancamano, General Counsel, discussed the Office of Legal Affairs' role in compliance.

Trustee Wolfort concluded his remarks.

Vice-Chair Harris that the audit committee reported their work is very important.

Executive Committee

Vice-Chair Harris reported most of her remarks were given at the beginning of the meeting. She shared a brief word regarding the presidential evaluation and the pending student trustee legislation. She reviewed the consent agenda item regarding an honorary degree being awarded to Jim Dine has been removed for action to be carried at a later date.

Consent Agenda

Vice-Chair Harris presented the Consent Agenda items to the Trustees for action. It is important to note that any trustee may request, in advance of action on the consent agenda, that any matter set out in this consent agenda be removed and placed on the regular agenda for discussion and action. All matters listed within the consent agenda have been distributed to each member of the Ohio University Board of Trustees for reading and study, are considered to be routine, and will be enacted by one motion of the Board with no separate discussion.

Vice-Chair Harris called for a motion to approve the remaining items on the consent agenda. Trustee Dewire moved, Trustee Anderson seconded, and the motion carried by unanimous vote.

AUTHORIZATION FOR THE ACQUISITION OF PRIVATE LAND ON WHICH THE PROCTORVILLE CAMPUS IS SITUATED

RESOLUTION 2011-3248

WHEREAS, Ohio University does not currently control all of the property on which the Proctorville Campus is situated, and

WHEREAS, the University desires to clean the title associated with this property.

NOW THEREFORE, BE IT RESOLVED that the Ohio University Board of Trustees does hereby approve the purchase of three parcels of land totaling 1.114 acres, as

determined by the survey, in accordance with all applicable state and federal standards, advisories and orders.

BE IT FURTHER RESOLVED that the Ohio University Board of Trustees does hereby authorize the purchase of 1.114 acres on which a portion of the Proctorville campus exists within acceptable appraised property values, and does authorize the President or his designee to move forward on the approval process for such land purchase, providing the amount of the total offer does not exceed the available funds.

AUTHORIZING SUPPORT FOR THE DEVELOPMENT OF A RECREATION CENTER ON THE OHIO UNIVERSITY ZANESVILLE CAMPUS

RESOLUTION 2011-3249

WHEREAS, Ohio University's involvement in the betterment of the Zanesville and Muskingum County communities is vital to its success, and

WHEREAS, participants within the aforementioned communities have assembled a strategy to develop a recreation center in the community on the University's Zanesville campus, and

WHEREAS, the University will be asked to provide a ground lease for land on that campus and a \$1.5 million guaranty in support of a loan provided to fund a portion of the improvements, and

WHEREAS, the loan will be repaid by revenues from the recreation center, and

WHEREAS, the aforementioned communities have expressed their support by raising \$5.3 million in cash and pledges, and

WHEREAS, the University's Board of Trustees' subsequent final approval will be contingent upon further diligence by University management.

NOW THEREFORE, BE IT RESOLVED that the Ohio University Board of Trustees does hereby support further investigation of the development of a recreation center on the University's Zanesville campus through efforts of its management to structure a ground lease and a guaranty of the aforementioned loan.

**REVIEW OF CENTERS AND INSTITUTES
RESOLUTION 2011-3250**

WHEREAS, the continued review of academic programs is essential to the maintenance of quality within an educational institution, and

WHEREAS, Ohio University has had for many years a rigorous program of internal review.

WHEREAS, Section 67 of House Bill 694 provides for the review and evaluation of all programs of instruction conducted by state institutions.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees of Ohio University accepts the 2011 Reviews of Centers and Institutes, which recommend that the following centers and institutes be continued.

- Quantitative Biology Institute – Continued
- Ohio Center for Ecology and Evolutionary Studies – Continued
- Center for International Business Education and Development – Continued
- Center for Sports Administration – Continued
- Child Development Center – Continued
- Academic Advancement Center – Continued
- Tropical Disease Institute – One-year extension
- WOUB Center for Public Media – One-year extension
- Center for Advanced Software Systems Integration – One-year extension
- Avionics Engineering Research Center – One-year extension
- Institute for Corrosion & Multiphase Technology and the Center for Corrosion in Multi-Phase System Research – One-year extension

**NAMING OF SEMINAR ROOM, ALDEN LIBRARY
GEORGE V. VOINOVICH SEMINAR ROOM
IN HONOR OF THE HONORABLE GEORGE V. VOINOVICH
BENEFACTOR, OHIO UNIVERSITY**

RESOLUTION 2011-3251

WHEREAS, The Honorable George V. Voinovich, AB 1958 and LLD 1981, assigns great value to the education he received at Ohio University and;

WHEREAS, the Senator has provided steadfast support of the University, lending his time, talent and expertise to further the University's mission and broaden historic understanding by demonstrating how a political leader sought solutions to the problems faced by his constituents and all Americans over his last four decades in public life.

WHEREAS, the Senator has established the George V. Voinovich Senatorial Collection within the Mahn Center for Archives and Special Collections at Alden Library which highlights the work, the life and accomplishments of the Senator by making available the papers and memorabilia of his career for study, interpretation and display. Alden Library's goal for this collection is to encourage the curricular use across academic disciplines of the Voinovich Collection materials to further the scholarship of faculty and students at Ohio University. The George V. Voinovich Seminar Room will enable that purpose.

WHEREAS, his generous gifts will also influence the Ohio University community for many years by providing resources for archivists, librarians, researchers, and students to explore, discover and interact with rare and primary source material.

NOW, THEREFORE, BE IT RESOLVED that the seminar room on the 5th floor of Alden Library, Ohio University, Athens, Ohio, will henceforth be named the **George V. Voinovich Seminar Room**.

**NAMING OF THE MOTION AND CONTROL LABORATORY,
FRITZ J. AND DOLORES H. RUSS COLLEGE
OF ENGINEERING AND TECHNOLOGY**

PARKER HANNIFIN MOTION AND CONTROL LABORATORY

**IN HONOR OF PARKER HANNIFIN AND
ALUMNUS JACK D. MYSLENSKI
BENEFACTORS, OHIO UNIVERSITY**

RESOLUTION 2011-3252

WHEREAS, Parker Hannifin recognizes and values higher education and the profound effect of hands-on educational experiences as formative and critical to students education and preparation for the global workplace; and,

WHEREAS, Parker Hannifin recognizes the distinguished career of Jack D. Myslenski, BSIT 1973, former executive vice president of sales, marketing, and operations support; and,

WHEREAS, Jack D. Myslenski devoted thirty-five years to his career at Parker Hannifin where he held various roles around the world; and,

WHEREAS, Jack D. Myslenski is a dedicated volunteer of Ohio University, serving on the Russ College Board of Visitors and the Department of Engineering Technology and Management advisory board; and,

WHEREAS, Parker Hannifin is committed to enhancing students knowledge and experience in hydraulics, pneumatics, and electromechanical engineering, and has provided generously to facilitate improvements and renovation of this laboratory space.

NOW, THEREFORE, BE IT RESOLVED that the motion and control laboratory in the Fritz J. and Dolores H. Russ College of Engineering and Technology, Stocker Engineering and Technology Center, Athens, Ohio, will henceforth be named the **Parker Hannifin Motion and Control Laboratory at Ohio University**.

**HONORARY DEGREE AWARD
RESOLUTION 2011-3253**

WHEREAS, the University Committee on Honorary Degrees has recommended that Ohio University honor the person listed below through the conferral of an honorary degree,

**Yang Amat Berhormat Dato' Sri Mohd Najib bin Tun Abdul Razak
Doctor of Humane Letters**

AND WHEREAS, it remains for the President to determine whether this person wishes to accept the award.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees of Ohio University approves the degree recommended be conferred at an appropriate time in the future after the President has determined the person recommended wishes to be honored.

Najib bin Tun Abdul Razak

Najib bin Tun Abdul Razak, Prime Minister of Malaysia, was first elected as a Member of Parliament in 1976 at the age of 23, the youngest Member of the Malaysian Parliament ever to be elected. He previously served as Malaysia's Deputy Minister of Energy, Telecommunications and Post, Deputy Minister of Education, Deputy Minister of Finance, Minister of Culture, Youth and Sports, Minister of Education, Minister of Defense, and Minister of Finance. He served as Chief Executive of the State of Pahang between 1982 and 1986. Najib's accomplishments as a national and international leader encompass education, democratization, peaceful international relations, and creating opportunities for the less privileged. He has been a strong supporter of the relationship between Ohio University's Alden Library and the National Library of Malaysia, helping Ohio University build one of the strongest library collections on Malaysia and Southeast Asia in North America. He has been a very special friend and a supporter of the Razak Chair.

As Minister of Education of Malaysia between 1995 and 2000, he transformed Malaysia's aspiration to become a fully developed nation by the year 2020 into concrete education policies and plans. Najib restructured the Ministry, created an independent administrative structure for the public universities, and encouraged collaboration with foreign universities and institutions. He was instrumental in the design and approval of the 1996 Private Higher Education Institutions Act, which allowed foreign universities to establish degree-conferring schools in Malaysia.

Prime Minister Najib has built ethnic unity in Malaysia, a country that in the past experienced violent conflicts between the native Malays and the very large Chinese and Indian minorities. He is an internationally respected leader who has played major roles in Southeast Asian affairs. At United States President Barack Obama's request, he played a key role in a summit to discuss international nuclear disarmament.

Prime Minister Najib Razak's outstanding contributions to society include his leadership of Malaysia's education modernization, defense of ethnic diversity, equal opportunity, and multicultural democracy, promotion of democratic governance, and government transparency and citizen participation. His friendship with Ohio University has helped the university pursue its academic mission and strategic interests in Malaysia and Southeast Asia.

UNFINISHED BUSINESS

None

NEW BUSINESS

None

COMMUNICATIONS, PETITIONS, AND MEMORIALS

None

ANNOUNCEMENT OF NEXT STATED MEETING DATE

Secretary Davis indicated that the next Board of Trustees meeting will be held on January 19-20, 2012 at the Lancaster campus of Ohio University.

Vice-Chair Harris acknowledged former student trustee and current student senate president, Kyle Tripplett, and thanked him for his service.

ADJOURNMENT

Vice-chairperson Harris adjourned the meeting at 12:15pm

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.

Gene T. Harris
Vice-Chairperson

Thomas E. Davis
Secretary

President's Report

presented to
Ohio University Board of Trustees
November 18, 2011

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Overview

- **Vision Ohio: Top Strategic Priorities**
- **Government Relations Update**
- **Ohio University's U.S. Student Fulbright Program**
- **Program Spotlight**
 - **College of Business**
- **Points of Pride**



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Vision Ohio::Top Strategic Priorities

Nation's Best Transformative Learning Community

1. Inspired teaching and research
2. Innovative academic programs
3. Exemplary student support services
4. Integrative co-curricular activities

Effective Total Compensation

Short- & Long-Term Enrollment Goals

Improve Financial Strength

Complete Capital Campaign

FOUR FUNDAMENTALS

1. Inspired teaching and research dedicated to students' academic success and focused on the connections between student learning and the advancement of knowledge and creative activity.
2. Innovative academic programs that draw on the best traditions and practices in liberal arts, professional, and interdisciplinary education.
3. Exemplary student support services committed to helping students fulfill their academic promise.
4. Integrative co-curricular activities that foster a diverse environment of respect and inclusivity and facilitate students' development as citizens and leaders.

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Government Relations Update :: Federal

External
Environment:
Government
Relations

- Consulted with faculty members on the Ecology and Energy Conservation Committee and the President's Advisory Council for Sustainability regarding the sale of Wayne National Forest land leases for hydraulic fracturing
- Submitted a letter of protest to the U.S. Bureau of Land Management regarding the sale of such land leases due to its proximity to the Hocking River and suggested more time should be taken to assure adherence to national best practices

Government Relations Update :: State of Ohio

- The General Assembly's budget bill required Chancellor Jim Petro to develop a plan for designating public universities as charter universities
- The Chancellor's proposal submitted on August 15th is called the Enterprise University Plan
- His original proposal has two parts:
 1. Mandate relief for universities
 2. Requirement for universities to invest an agreed upon portion of SSI into a scholars fund

Enterprise University Proposal: Scholars Program Fund

External
Environment:
Government
Relations

Original Proposal

- An enterprise university would receive a 10% reduction in S.S.I. funds in return for relief from state mandates
- The S.S.I. funds would be placed in a state controlled scholarship account
- Merit scholarships would be awarded to “preeminent scholars”

Enterprise University Proposal: Scholars Program Fund

External
Environment:
Government
Relations

Revised Proposal

- An amount equal to 10% of the university's S.S.I. funds still set aside, but the university will have flexibility
- Funds would be placed in a new scholarship account controlled by the university – *not the state*
- Eligibility will be expanded, beyond just merit, to include *some* need-based students

Enterprise University Proposal: Next Steps

External
Environment:
Government
Relations

- The Board of Regents staff is working with the Legislative Service Commission on a draft bill
- Chancellor Petro hopes to have a bill ready for introduction this month
- While the bill may be introduced prior to the end of the calendar year, no one anticipates the bill will have any committee hearings before January 1, 2012

Government Relations Update :: City of Athens

External
Environment:
Government
Relations

- Joint committee to develop a Memorandum of Understanding (MOU) between the University and the City of Athens has been appointed and has started meeting
- MOU to include the purchase of the ladder fire truck and other official collaborations between the university and the city

Ohio University's U.S. Student Fulbright Ranking

Exemplary
Student
Support
Services

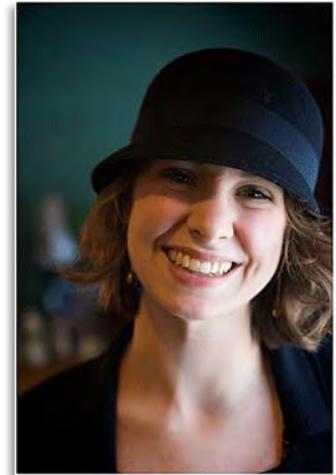
- *Chronicle of Higher Education* recognized Ohio University as a top producer of U.S. Fulbright Students
 - Our nine awardees rank with Duke, Tufts, and UCLA



Crystalyn Thomas-Davis,
South Korea



Luke Slager, Salzburg, Austria



Kellina Lupas, The Netherlands

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Research Institutions	Number of awards	Number of applicants
U. of Michigan at Ann Arbor	29	148
Northwestern U.	27	102
Yale U.	26	122
Stanford U.	25	93
U. of Chicago	25	151
U. of Washington	24	83
Columbia U.	23	88
Boston College	21	73
Harvard U.	20	107
Arizona State U.	18	57
U. of North Carolina at Chapel Hill	18	87
Johns Hopkins U.	16	59
U. of Arizona	16	63
U. of Maryland at College Park	16	41
George Washington U.	15	66
Georgetown U.	15	60
Brown U.	14	76
Cornell U.	14	68
Princeton U.	14	74
Rutgers U.	14	94
U. of Pennsylvania	14	89
U. of Illinois at Urbana-Champaign	13	60
U. of Louisville	13	39
U. of Pittsburgh	13	38
U. of California at Berkeley	12	73
U. of Notre Dame	12	56
Emory U.	11	45
U. of Kansas	11	27
U. of Wisconsin at Madison	11	59
Washington U. in St. Louis	11	47
College of William and Mary	10	57
U. of Florida	10	47
Duke U.	9	46
Fordham U.	9	44
New York U.	9	65
#33 Ohio University	9	28
San Diego State U.	9	42
Tufts U.	9	43
U. of California, Los Angeles	9	50
U. of Colorado, Boulder	9	28
U. of Georgia	9	46
U. of Nebraska-Lincoln	9	34

*According to the *Chronicle of Higher Education*

Ohio University's U.S. Student Fulbright Applicants 2012-13

22 Ohio University applications submitted for the 2012-13 Fulbright U.S. Student Program competition

96 Number of faculty and staff members from a wide variety of departments who generously contributed and assisted our students with the application process



University Spotlight :: College of Business

Dr. Hugh Sherman, Dean

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Strategic Positioning & Dashboard

College of Business, Ohio University
November 18, 2011

Vision

Ohio University

Vision: The nation's best transformative learning community where students realize their promise.

College of Business

Vision: To become a top 25 public business school by achieving national recognition as a leader in providing innovative, application-oriented, professional, undergraduate, business education.

Global Job Market

1. Creative Creators
Non-routine work performed in a distinct way - best lawyers, doctors, accountants, writers, scientists.
2. Routine Creators
Non-routine work in a routine way - average writers, scientists.
3. Creative Servers
Non-routine low skilled workers who perform jobs in inspired ways.
4. Routine Servers



Approach to Learning

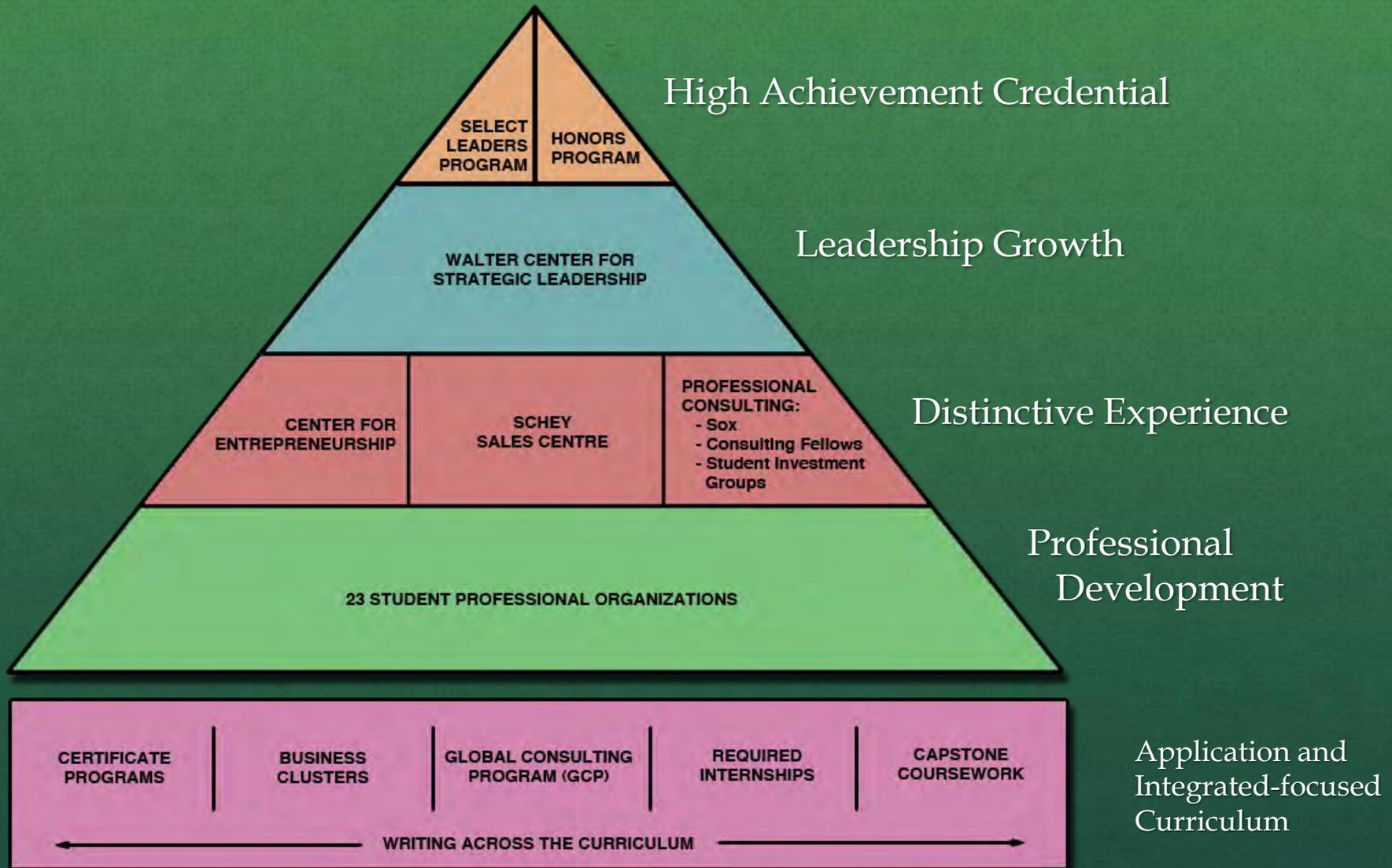
Required for Admission into Global Business Workforce:

- Knowledge of business disciplines
- Critical Thinking

Differentiated Skills We Provide Our Students:

- Practice - Ability to apply knowledge and tools appropriately to the context
- Entrepreneurship/Innovation
- Leadership
- Holistic –strategic thinkers

Distinctive Learning Architecture





Student Learning

- Collaborative Learning
- Analytical Thinking (NSSE)
- Critical Thinking (CAAP or CLA)



Professional Development

- Student Organizations
- Placement
- Average Starting Salary
- Internships/Study Abroad



Funding for Excellence

- External Revenue
- Gifts and Pledges

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Learning
Community

Points of Pride

- On October 3rd, former U.S. Sen. George V. Voinovich was present for the dedication of the new Voinovich Seminar Room and the senatorial papers collection
- Sen. Voinovich also has been named OHIO Visiting Professor of Leadership and Public Affairs at Ohio University's Voinovich School of Leadership and Public Affairs



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Points of Pride

- The Marching 110's rendition of LMFAO's hit song "Party Rock Anthem" at the Kent State home football game became a viral sensation gaining more than 3.25 million hits on YouTube



Points of Pride

- Students enrolled in the newly established E.W. Scripps School of Journalism Statehouse News Bureau fellowship will receive course credit and work as interns at *The Columbus Dispatch*, where their reports will be published in *The Dispatch* or on Dispatch.com, and available to the Associated Press and members of the Ohio News Organization

Points of Pride

- Ohio University-Chillicothe junior social psychology undergrad Zachary Schumacher gave a presentation at the 14th Annual International Conference of Social Dilemmas in Amsterdam, the Netherlands



Points of Pride

- Two Ohio University School of Film faculty members received major awards for their feature films in October: Eminent Scholar Rajko Grlic for his film *Just Between Us* and Assistant Professor Annie Howell for her film *Small, Beautifully Moving Parts*



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Points of Pride

- During the October meeting of the Ohio Board of Regents, Ohio University showcased how and why it is a national model for rural economic development



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Points of Pride

- Ohio University's Athens Campus was recognized by the National Weather Service (NWS) as a StormReady® community
 - We are one of only three higher education institutions in Ohio to obtain the designation, and the only university in the Charleston, West Virginia NWS region



Points of Pride

- Ohio University Visual Communication graduate student Brad Vest was named College Photographer of the Year in the 66th annual contest sponsored by the University of Missouri



Points of Pride

Nation's Best
Transformative
Learning
Community



Perspectives magazine received the Gold Award for Excellence in Design: Editorial Design from the Council for Advancement and Support of Education

President's Report

presented to
Ohio University Board of Trustees
November 18, 2011

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**Resources Committee Meeting
November 17, 2011, 1:00 pm**

Committee Chair Sandra J. Anderson called the meeting to order at 1:13 pm. Other board members present included Trustee David A. Wolfort, Trustee Frank P. Krasovec, Trustee Janetta King, Trustee Gene Harris, Student Trustee Danielle Parker, Faculty Representative John Gilliom, and President Roderick J. McDavis.

Chair Anderson discussed the board's effort to 'go green' and explained the use of the iPads as a test for the future in an effort to eliminate the voluminous printing for each board meeting.

Vice President for Finance and Administration, Stephen Golding, introduced the first three presentations as all being integral to the Capital Improvement Plan implementation. Significant trustee and campus community involvement, as well as consultant studies and reports, have worked to build a comprehensive 20 year capital plan, debt policy, and debt affordability study which focus on the prudent upkeep of our facilities and the use of debt into the future.

● Resolution, Capital Improvement Plan (CIP) Update and Six Year CIP Approval

Mr. Golding, introduced Associate Vice President for Facilities, Harry Wyatt to discuss the 20 Year Capital Improvement Plan. Mr. Wyatt has been sharing various issues connected with our physical plant over the past board meetings and those presentations have all helped to inform this CIP. The plan presented includes the priority programmatic projects and incorporates the issuance of debt for upcoming projects and the use of state appropriations for the 'keep up' and 'catch up' of deferred maintenance of existing facilities. Sources of funding for projects identified also include gifts, grants, and public/private partnerships.

The plan has been an intensive effort by the Facilities Planning staff, constituent groups, university leadership and the new governance structure put in place for capital planning. Mr. Wyatt reviewed the chart detailing the groups involved in annual capital planning and the timeline for approval processes through Board of Trustee update and action.

Mr. Wyatt shared the current campus age of facilities and the progression in 6, 10, and 20 years given no action. The 20 Year CIP is a \$2.572 billion plan incorporating debt of \$1.365 billion. The 6 year portion of the plan, FY 2013 – FY 2018 for which approval is being requested, totals \$977.5 million in projects incorporating \$567.5 million in debt. Other sources of funding for the plan are identified – State capital, partnership, gifts and grants. The vacant buildings at the Ridges are the only grouping of buildings with needs that are not fully accounted for in the plan. A major departure from our past use of funding is setting aside state appropriation funding for the general upkeep of the core academic facilities. The plan identifies state capital as critical to alleviating the strain on the campuses for the general upkeep of facilities with projected funding at prior biennial levels with a modest annual growth rate of around 3%.

Mr. Wyatt discussed the FY2013-FY2014 biennium projects in detail and also the impact of the loss / delay in FY 2011-2012 state appropriations on the Scripps project and the replacement of debt to continue that project moving forward. OUHCOM Columbus campus reflects the use of debt due to the gift coming in over time – the gift proceeds will be used to service the debt principal and interest. \$100 million is included for the Lausche Heating Plant for which public-private solutions are being pursued. Performance Contract is included at \$33 million possibly funded through a public/private partnership - we are getting closer to identifying a partner through the ongoing RFP process. The \$6 million for improvements to the campus' Chilled Water infrastructure is a necessary expansion project to service Scripps and additional areas of campus including Residential Housing. The Housing Re-Development and Culinary Services projects are funded from those auxiliary operations and their available reserve balances.

In 6 years, as the plan is currently laid out, many of our capital needs would be addressed through a manageable debt service plan. A significant part of the initial debt is serviced by available auxiliary resources. Calculations of the resulting savings from the building and utility infrastructure improvement projects will be an evolving part of the CIP model. Mr. Wyatt showed the impact of the capital improvement plan on the 6, 10, 20 year 'building age' views he shared earlier and remarked on the positive impact that the plan has on reducing the deferred maintenance backlog and upgrading the building age profile.

The capital plan is intended to serve as a living document that will be refreshed annually through the governance structure discussed earlier. The board will continue to approve projects over the threshold \$500,000 and all bond issuances. As efficiencies are realized through conservation projects such as performance contracting, savings will be used for related debt service. The leadership is also committed to setting aside funding for safety projects, but setting aside additional operating funds for future improvements has not been prioritized in the budget process. Developing a philosophy for budgeting depreciation to protect the 'investments' and plan for their replacement is an aspiration for the future.

The committee recommended moving the resolution for the FY2013 – FY2018 Six Year Capital Improvement Plan to the full Board for approval.

- **Resolution, Construction Projects – Scripps College of Communication and Chilled Water**

AVP Wyatt discussed the two projects for which board approval to proceed is being requested – 1) Scripps College of Communication and, 2) FY 2012 Chilled Water Expansion project.

The committee recommended moving the resolution to proceed with the capital projects for Scripps College of Communication Phase 1 and FY2012 Chilled Water Expansion to the full Board for approval.

- **Resolution, Debt Issuance**

Michael Angelini, Associate Vice President for Finance, discussed the debt issuance resolution which provides funding for several of the most immediate projects discussed by Mr. Wyatt as part of the 6 Year CIP. Mr. Angelini and Mr. Golding visited the rating agencies in October to acquaint new analysts with the University. The University's rating from Standard & Poor's was affirmed based on

strong criteria including the breadth of our general receipts, past positive operating performance, and strong past and projected enrollments. The agencies were pleased with the university's low debt burden compared to other A+ rated institutions. Also, the improvement in unrestricted net assets was viewed favorably. Agency concerns included the maintenance of current levels of state funding, high levels of deferred maintenance, and also the reliance on Ohio residents within the overall enrollment.

The resolution presented authorizes the issuance of \$160 million in debt as anticipated in January or February 2012. The total includes the potential of \$75 million for the purpose of refinancing existing debt in the event that market conditions provide future savings to debt service. The impact of this issuance to the university's SB6 score has been reviewed. Mr. Angelini explained that it takes a lot to 'move the needle'—the viability ratio is the key ratio that will be impacted most immediately by the debt issuance. Considering the total debt projected to be added over the next 6 years, as well as the recently enacted university guarantee of the Housing for Ohio debt, there is not a significant negative impact on our composite score as projected off of the June 30, 2011 balance sheet. Mr. Angelini stressed that this analysis holds all other variables, including and most notably expendable net assets, constant. Mr. Golding indicated that the January presentation of the 6 Year Sources and Uses will reflect all the assumptions that impact the ratio analysis.

The committee recommended moving the Series 2012 Debt Issuance to the full Board for approval.

- **Resolution, Signature Authority**

John Biancamano, General Counsel, briefly reviewed the resolution which provides the President with signatory authority on all matters required by law to be approved by the Board of Trustees and also provides the President authority to make 5 sub-delegations to appropriate university officials. These sub-delegations will result in additional sub-delegations to officials within the units.

The committee recommended moving the Signature Authority resolution to the full Board for approval.

- **Consent Agenda, Proctorville Campus Purchase**

This purchase provides for ownership of the main point of egress to the Proctorville Campus which was previously utilized through the existence of an easement. No additional discussion.

The committee recommended keeping the Proctorville Campus Purchase resolution on the Consent Agenda for Board approval.

- **Consent Agenda, Zanesville Recreation Center**

This is a community project which will add recreational capacity for the Zanesville campus students. Through the resolution, the Board is providing conceptual approval of a \$1.5 million loan guaranty related to construction of the improvements. This approval will allow staff to proceed with discussions intended to determine the financing mechanism. Should a guaranty be necessary, a subsequent resolution would be brought forward to the board. No additional discussion.

The committee recommended keeping the Zanesville Recreation Center resolution on the Consent Agenda for Board approval.

- **Resolution, OUHCOM Columbus Site Update**

VP Golding introduced Donna Goss, Director of Community Engagement and Real Estate Management, to discuss the process employed for selection of a Columbus site for the Heritage College of Medicine (OUHCOM). Ms. Goss reviewed the process described in the board agenda materials, discussed the criteria for site evaluation which was informed by input from all of the campus team members, and advised the Committee of the details and terms of the purchase agreement which were negotiated and accepted by both parties this morning, November 17, 2011.

Ten potential sites were identified, five sites were toured and viewed by the team, and the Dublin site was deemed the preferred site. The trustees who visited the site also agreed that the Dublin site was optimal. The resolution will be amended to indicate ‘a purchase price not to exceed \$11 million’. The city of Dublin is donating an additional 89 acres to accompany the 14 acres being purchased. Dr. Brose spoke to the attractiveness and appropriateness of the property for the purposes of the Heritage College of Medicine. The Osteopathic Heritage Foundation gift had set aside \$24 million for acquisition of property in central Ohio. The university will be acquiring nearly 104 acres and 3 buildings with 115,000 gsf for the proposed purchase price of \$11 million. Providing an additional \$8 million to improve the facilities results in approximately \$5 million savings from the original grant/gift proforma amount of \$24 million. There is also the benefit of \$850,000 in annual rental revenue to offset maintenance and operations through 2017.

The committee recommended moving the resolution for approval to proceed with the purchase of the Dublin property to the full Board for approval.

- **Annual Human Resources Update**

VP Golding shared the first Human Resources Report. This report will be updated and presented to the trustees annually and include a summary of the current state of the university’s human resources and the accompanying compensation and benefits costs and issues.

- **Capital Campaign Update**

Vice President for Advancement, Bryan Benchoff, provided an update for the Capital Campaign. Through October 31 the campaign has raised \$376.8 million in pledges, 83.5% of the \$450 million goal. The jump since the September update is due in large part to the YSI proceeds. VP Benchoff shared the breakout of the gifts by dollar threshold and by college / unit and remarked on the transformational nature of the early gifts. Raising endowed gifts will be a focus in the next phases of the campaign, as will sustaining heightened levels of giving following the end of the campaign. April 27, 2012 is the planned public announcement date. The public phase of the campaign will be led by a volunteer group of over 300.

VP Benchoff provided a staffing update including two leadership positions - Assistant VP for Development and Campaign Manager, Jim Hill, joined earlier this fall and the Assistant VP for Advancement Services is scheduled to start soon. Assistant VP for Advancement Administration is on hold – those duties have been dispersed among existing staff. Several positions on the current

Resources Committee September 1, 2011

organizational chart may not be needed and are on hold until new leadership can assess the needs. Mr. Benchoff continues to express optimism regarding the future success of the campaign and the efforts of the unit based on his assessment of the new hires in the colleges and centrally.

Meeting adjourned at 3:43 p.m.



University Academics Committee
Ohio University, Athens
Margaret M. Walter Hall, Governance Room 104
1:00 p.m. – Thursday, November 17, 2011

Members present:

Norman "Ned" E. Dewire, chair; Allison Arnold, student trustee; David Brightbill; Arlene Greenfield, alumni representative; Henry Heilbrunn; Kevin B. Lake; Elizabeth Sayrs, faculty representative.

Members not present: Gene T. Harris

Committee chair, Dewire called the meeting to order at 1:11 p.m.

Executive Vice President and Provost Pam Benoit provided the committee with an overview of upcoming academic committee agendas from today through next September 2012. Topics will include “deep dives” into items on the dashboard. The September 2012 meeting will include a final update on the dashboard and the year in review. While overview contains the planned topics for the agendas it is not meant to be a comprehensive list. Trustee Dewire noted that the dashboard will be reviewed next September.

EVPP Benoit remarked that, during these upcoming meetings, deans will speak to learning outcomes practices and accreditation in their colleges.

- **Academic Quality: College of Business Accreditation and Learning Outcomes**

The first dean to provide this information, Hugh Sherman of the College of Business, noted that his college aspires to be one of the top 20-25 business schools in the nation. The college’s emphasis will continue to be on undergraduate education. AACSB, which accredits the college, emphasizes assurance of learning.

Dean Sherman explained that learning outcomes for courses integrate the more general learning outcome goals of both the college and the University. Examples include incorporating common writing assignments across courses and integrating activities that develop team-building skills into the curriculum.

Dean Sherman also provided an overview of next steps to support student learning, including pre- and post-tests to assess critical thinking and oral and written communication skills. The college will use one of two critical thinking exams already in use nationally. A faculty development program that focuses on teaching, to better meet meta-outcomes such as critical thinking and understand how students learn, will be implemented.

12. Academic Quality: Dashboard Review - Degrees Granted, ACT Composite, and Student-Faculty Interaction Rating

OU is second behind Ohio State in bachelor degrees granted and third highest in state in granting associate degrees. The State of Ohio is paying attention to degree attainment. Increasing the number of degree holders within the population is a goal in the state of Ohio and the nation. For the University, the number of degrees granted, provides a variety of information including the popularity of degrees and programs of study, retention rates, and more.

ACT Composite Scores – This score is a composite of all four tests within the ACT and is one of several predictors of college success along with high school grades.

The Student Faculty Interaction Rating in the National Survey of Student Engagement (NSSE) includes five benchmarks of effective educational practice. It compares freshmen and seniors at OU to assess engagement and provides a means for obtaining comparative data for OHIO and other institutions including our aspirational peers, those in the same Carnegie classification, and all NSSE participants.

Both first year students and seniors at OU report significantly higher student faculty interaction as compared to our aspirational peers, Carnegie contemporaries, and NSSE institutions. OU has tried to improve faculty-student interactions by establishing learning communities, one-on-one advising, and other initiatives. Faculty student interaction scores have consistently increased over the past years.

13. Academic Quality: Assessment of Learning Outcomes and General Education

EVPP Benoit gave an overview of how learning outcomes are defined and noted that, at the direction of Faculty Senate, learning outcomes are included in all course syllabi. Common ways of assessing learning outcomes including the CAP test, professional tests, capstone courses where knowledge is evaluated, and student self-reporting regarding learning. General education assessment surveys completed by faculty and alumni are also informative. EVPP Benoit noted that it is very unusual for a university to assess its general education.

A survey of alumni was conducted that included questions regarding their satisfaction level with general education, including the Tier courses, and what skills were needed in their current jobs and how much of that skill they obtained at OHIO. Their greatest satisfaction was with Tier II courses and the skills judged to be most needed included critical thinking and oral and written communication.

Freshman and senior student interviews were conducted regarding general education. Seniors expressed interest in a wider variety of general education courses and wanted courses that were engaging, collaborative, and taught well. For the most part, students interviewed were very positive about their general education experience and cited general analytic thinking, job/work related knowledge, oral and written communication skills, and effective work on teams as important. Faculty surveys garnered similar results.

14. EVPP Benoit recognized the members of the General Education Assessment Work Group for their efforts.

15. Update on Enrollment

Craig Cornell and Michael Williford

Preliminary undergraduate enrollment is up for on-campus students. There are currently 4000 off-campus e-learning students. Athens enrollment without the Heritage College of Osteopathic Medicine is nearly 22,000 undergraduates. With the Heritage College of Osteopathic Medicine the total is nearly 26,000. There are currently close to 36,000 students across all Ohio University campuses.

Vice Provost for Enrollment Management, Craig Cornell, discussed recruitment. Targeted recruitment areas are seeing positive gains. Targets for out-of-state included a focus on the Pennsylvania market, a marketing funding increase, 276 college fairs and high school visits, more aggressive out of state scholarships program, and working with alumni. Out-of-state student numbers are up by over 12% and the University will continue to make out of state recruiting a goal.

For international students, enrollment staff is working with embassies, student groups, and recruiters (including some faculty) with goals for growth in strategic areas. African American Studies and other programs are very attractive to international students. Our e-tour is provided in several different languages.

The University is moving beyond China in order to diversify our international student population. Saudi Arabian and Omani student numbers are increasing. Overall international student enrollment has seen a 6% growth, not including Omani students.

There was a 9.5% increase in multicultural students. Recruitment has continued targeting underrepresented groups and communities. Strategies for increasing effectiveness of multicultural student scholarships are being developed.

Transfer student enrollment is up 9%. The Credit Transfer Council was created with assistance from University College to streamline transferability of credit. The University implemented the PeopleSoft Transfer Credit module and is working closely with e-learning staff to encourage degree completion either online or on campus.

Vice Provost Cornell noted that the marketing budget now has base funding for the first time. Because of the base funding the University can save money through entering into multi-year marketing contracts.

The Trustee Gateway Scholarship, a targeted scholarship programs for high achieving out-of-state students, was increased from \$4,500 to \$6,000 per student. Also, the Green and White

award helped to secure 100 enrollments of admitted students who needed additional financial assistance. The new Alumni Legacy Award will provide in-state tuition to out-of-state students with one or more parents who are OU alumni. Through the assistance of an expert consulting company we will be reworking our financial aid programs to make them more efficient and more effective.

- **Update on Deans Searches**

EVPP Benoit informed the committee that by the end of this week we will have seen all candidates for the three dean searches. After that, we will proceed with discussions of candidates and offers. We are in the process of appointing search committee members for the Heritage College of Osteopathic Medicine dean search which will be up and running soon. The EVPP hopes to have all deans in place by July 1, 2012.

16. Resolution, Patton College Naming

Dropping “and Human Services” from the College’s name.

Trustee Brightbill recommended that the resolution go before the full board. Trustee Lake seconded. Dean Renee Middleton, from the Patton College, noted that the focus of College will remain unchanged.

17. Consent Agenda, Review of Centers and Institutes

Moved forward to the full Board.

18. Consent Agenda, Naming of Voinovich Room, Alden Library

Moved forward to the full Board.

19. Consent Agenda, Naming of Motion and Control Laboratory, Russ College

Will be moved forward.

Meeting was adjourned by chair Dewire at 3:50 PM.



GOVERNANCE COMMITTEE MEETING
Ohio University Board of Trustees
Margaret M. Walter Hall, Room 125
4:00 p.m. – Thursday, November 17, 2011

In attendance were Chair David Brightbill, Trustees Kevin B. Lake, Sandra Anderson, Frank Krasovec, Arlene Greenfield and Student Trustee Danielle Parker. Also attending were Secretary to the Board Tom Davis and General Counsel John Biancamano.

1. Meeting Dates for 2012

A tentative schedule for Board meetings in 2012 was distributed. The Committee was asked to review this schedule and to send their comments to Mr. Davis by December 16. He will then share the schedule with the entire Board requesting their comments by early January.

2. Review of Bylaws

The Chair asked Trustee Anderson, Mr. Davis and Mr. Biancamano to review the Board Bylaws and to report on whether any amendments or additions are needed. The Committee discussed the relationship between the University Board of Trustees and the Foundation Board.

3. National Trustee Appointment for 2012-13

The Chair reviewed the Guidelines for the appointment of National Trustees adopted by the Committee in 2010. Members of the Committee were asked to recommend candidates for the position of National Trustee.

4. Professional Development

The Committee discussed orientation of new trustees. Mr. Davis recommended that some Board members attend the AGB conference in April.

The Committee adjourned at 5:15 p.m.



**AUDIT COMMITTEE MEETING
OHIO UNIVERSITY - ATHENS CAMPUS
Margaret M. Walter Hall, Room 127
November 17, 2011 - 4:00 PM**

Trustee David Wolford, Chair of the Audit Committee, called the meeting to order at 4:05 p.m. Other committee members present were Trustee Janetta King, Trustee Henry Heilbrunn, Trustee Ned Dewire and Trustee Allison Arnold. President Roderick McDavis was also present.

- **Ethics Hotline**

Brian Ennis, Senior Auditor, presented on the Ethics Hotline system including a description of the system, its advantages and recent activity related to the hotline. Discussion ensued.

- **Audit Committee Charter**

Jeff Davis, Audit Manager, presented on the Audit Committee Charter. The presentation included the topics of the charter's purpose; committee composition; and responsibilities related to the external audit, internal audit function, internal controls, and compliance. Discussion ensued.

- **External Audit**

Robert Shenton, Keith Martinez, and Danny Sklenicka of Plante and Moran updated the Trustees on the status of the FY11 external audit. Discussion ensued.

- **Compliance**

John Biancamano, General Counsel, discussed The Office of Legal Affairs' role in Compliance. Discussion ensued.

There was no unfinished business.

Meeting adjourned at 5:08 PM.

Ohio University Board of Trustees

Executive Committee Meeting

November 18, 2011

Ohio University Inn

Present– Vice Chair Gene Harris, Trustees Sandra Anderson, David Brightbill, Norman E. “Ned” Dewire, Kevin B. Lake, and David Wolfort, Janetta King, Student Trustees Kyle Triplett and Danielle Parker, and National Trustees, Henry Heilbrunn and Frank Krasovec, National Alumni Board of Directors Arlene Greenfield,

Also attending were President Roderick J. McDavis, Board Secretary Thomas E. Davis.

Vice Chair Harris began the meeting by welcoming all of the members of the Board of Trustees, and invited President McDavis to share with the trustees his recommendations for honorary degrees. For the Honorary Degree, Doctor of Humane Letters was Yang Amat Berhormat Dato’ Sri Mohd Najib bin Tun Abdul Razak. The second individual that he would like to recommend is for the Honorary Degree, Doctor of Fine Arts, Jim Dine. Mr. Dine has asked to delay the award, to which President McDavis has agreed. For that reason Mr. Dine’s name will not go forward at this time. Vice Chair Harris will put forward the recommendations during the full Board meeting.

At 7:40 am by roll call vote of all trustees present voted (7-0) to move into executive session for the purpose of consulting with Legal Counseling on pending cases. Vice Chair Gene Harris, Trustees Sandra Anderson, David Brightbill, Norman E. “Ned” Dewire, Kevin B. Lake, and David Wolfort, Janetta King. All voted aye.

At 8:30 by roll call vote of all trustees present voted (8-0) to move out of executive session: Trustees M. Marnette Perry, Robert Kidder, Sandra J. Anderson, David Brightbill, Yvette McGee Brown, Norman E. “Ned” Dewire, Gene T. Harris, and David Wolfort voted aye

Trustee Wolfort asked that trustees be notified of any student deaths that occur on campus. Secretary Davis assured him that a mechanism would be put into place to see that it happens.

The meeting was adjourned at 9:36am.