

OWENS COMMUNITY COLLEGE
REGULAR MEETING OF THE BOARD OF TRUSTEES
APRIL 2, 2019 ~ MINUTES

A meeting of the Board of Trustees was held in the Board Room, Administration Hall, on the Owens Community College Toledo-area Campus.

Call to Order – Chair Diana Talmage called the meeting to order at 12:31 p.m., and directed the record to show the meeting was held in accordance with the Ohio Revised Code and the policies of the Board of Trustees.

Roll Call – Roll call was taken, and the following members were present: Mary Beth Hammond, Srinivas Hejeebu, Jason Johnson, Karil Morrissey, Edwin Nagle, Rita Russell and Diana Talmage. (7).

Minutes of the Board of Trustees – The minutes of the February 5, 2019 regular meeting and the February 26, 2019 special meeting were provided to the Board of Trustees, and the chair declared the minutes accepted as written.

Bylaws Review Ad Hoc Committee Report – Ms. Hammond reported the Bylaws Review Ad Hoc Committee met on February 5, 2019 and February 26, 2019. She commented that she with Mr. Rowe, and Chair Talmage conducted the five-year review of the Bylaws with assistance from General Counsel Lisa Nagel and Board Secretary Pat Jezak. Ms. Hammond brought the resolution and the appendix to the Board's attention, and she briefly reviewed the proposed revisions, as follows:

- A minor adjustment to the deadline for anyone requesting to address the Board of Trustees at a regular meeting, for better efficiencies.
- The addition of conflict of interest language. This was a recent suggestion from when the Board Secretary was working with the College's consultant on institutional accreditation, as related to governance.
- Clarified language for when there may be a time when a committee would like to invite a stakeholder to participate in a discussion.
- New language for mileage reimbursement to support the language in the Ohio Revised Code that may allow a trustee to be reimbursed for reasonable expenses, as related to official business at the college.

3358:11-1-02 Bylaws of the Board of Trustees – for Amendment:

RESOLUTION 2019-04-02-01

WHEREAS, the Bylaws Review Ad Hoc Committee reviewed the Bylaws on a five-year cycle; and,

WHEREAS, the Bylaws Review Ad Hoc Committee recommends the amendment of the Bylaws, summarized as follows:

- Amendment of 3358:11-1-02 Bylaws of the Board of Trustees of Owens State Community College for efficiencies and for new language of mileage reimbursement and conflict of interest;

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Trustees amends 3358:11-1-02 Bylaws of the Board of Trustees of Owens State Community College (Appendix I);

BE IT FURTHER RESOLVED that the Board of Trustees authorizes the Secretary to the Board of Trustees to file said Bylaws with the Ohio Legislative Service Commission.

Ms. Hammond made a motion to amend the Bylaws, which was seconded by Dr. Hejeebu. Following a voice vote, the motion was adopted.

President's Report – President Steve Robinson shared his activity report for the period of December to March. He focused on the media's attention and the traction gained on the #EndCCStigma, and he noted he was interviewing Owens students and professionals across the country for a series of podcasts of viewpoints on community colleges. He shared the "leave behind" document of the Advanced Manufacturing Training Center project, and he commented on meeting with thought-leaders and potential donors for the capital campaign to address the urgent need for advanced manufacturing training of the region's workforce. He also shared the 2019-2021 Strategic Plan "leave behind" also designed by Marketing that keeps the College's goals and objectives' top of the mind and close at hand. President Robinson closed his report by commenting on Ohio Department of Higher Education Chancellor Randy Gardner who was preparing to highlight the Owens Express dual enrollment programs and innovated partnerships with area universities in the Chancellor's April 3 testimony before the House of Representatives Finance Subcommittee.

Academic Affairs Report – Denise Smith, Provost/Vice President of Academic Affairs, commented on the recommendation for the academic calendar for the period from Summer and Fall Semesters 2020 and Spring Semester 2021, which was developed to align with the academic calendars of the area universities. Dr. Smith introduced Erica Parish, Dean, Accreditation and Academic Services, to provide an update on institutional accreditation with the Higher Learning Commission (HLC), the regional accrediting body for the institution. Ms. Parish commented that the College's systems portfolio under the Academic Quality Improvement Program (AQIP) pathway was submitted on December 3, 2018, and the Higher Learning Commission completed their appraisal of the systems portfolio on March 12, 2019. She noted that the systems portfolio was in compliance with 8 components rated as "strong, clear and well-presented" and 13 components rated as "adequate." She closed her report by noting a comprehensive evaluation site visit is scheduled for October 21-October 23, 2019. The College will then transition from the AQIP pathway, which HLC is phasing out, and HLC will recommend another pathway for reaffirmation of accreditation for the next 10-year cycle.

Student Services Report – Amy Giordano, Vice President of Enrollment Management and Student Services, commented on the Kurt Soltman, Director of the College's Disability Resource Center who initiated a professional network to assist with supporting students with disabilities on college campuses. The partnership network included representatives from Owens Community College, Bowling Green State University, University of Toledo, Lourdes University, Mercy College, University of Findlay, Tiffin University, Defiance College, Terra State Community College and the community group, Opportunities for Ohioans with Disabilities. Ms. Giordano reported on the College Credit Plus (CCP) program, which Owens has executed 109 agreements with local schools and school districts. She noted that the CCP partnerships are critical in growing the Owens' Start Here Scholarship that provides high school students with a path to completing associate degrees and transferring to universities. She shared an update related to the College's partnership with the Toledo Lucas County Public Library. The College will offer three evening sections of English 111P for Fall

Semester at the branch locations of Reynolds Corners, West Toledo and Oregon. She closed her report by noting the March 28, 2019 launch of the Oiler Express dual enrollment program with the University of Findlay, and the women's basketball team, who played with just six players for most of the season, who placed runner up in the NJCAA Division III National Championship game. She noted that five players will be returning next season, and one player was named to the NJCAA all-tournament team. She ended with a quote from the Athletic Director who hosted the tournament, "What a pleasure it was to have your women's basketball team on our campus...the student-athletes were absolutely terrific. While finishing as national runner-up is definitely something to be proud of, you can be even more proud of how this entire group represented Owens Community College."

Financial Report – Jeff Ganues, Vice President of Business Affairs, Chief Financial Officer and Treasurer, provided the financial statements for the period ending February 28, 2019. He commented on the development of the Fiscal Year 2020 budget, and he recognized the budget authorities who have utilized data and who approached the departmental budget discussions with openness and collaboration. The preliminary draft budget will be reviewed with the Finance Committee on April 23, 2019 and May 21, 2019, and a recommendation will be made to the Board of Trustees at the June 4, 2019 regular meeting.

The Board Chair accepted the financial statements, as submitted for the period ending, February 28, 2019.

RECOMMENDATIONS OF THE PRESIDENT TO THE BOARD OF TRUSTEES

Employment of Personnel:

RESOLUTION 2019-04-02-02

BE IT HEREBY RESOLVED that the recommendation of the President to employ the following person(s), be approved by the Board of Trustees:

NAME: Maria Guarnieri
 ADDRESS: Findlay, OH
 EDUCATION: Bachelor of Science, with a major in Strength and Conditioning, from the University of Findlay; Associate of Arts, with a major in Personal Training, from the University of Findlay
 EXPERIENCE: Ten years of customer service experience and two years academic advising experience
 ASSIGNMENT: Advisor

NAME: Gregory Garand
 ADDRESS: Toledo, OH
 EDUCATION: Master of Arts, with a major in Liberal Studies, from Excelsior Colleges; Bachelor of Arts, with a major in Philosophy and Theology, from Xavier University
 EXPERIENCE: Three years of higher education experience as an adjunct
 ASSIGNMENT: Specialist, Testing Services

NAME: Steven Harrison
 ADDRESS: Walbridge, OH
 EDUCATION: Master of Criminal Justice Administration, with a major in Criminal Justice Administration, from Boston University; Bachelor of Science, with a major in Criminal Justice Administration, from Tiffin University
 EXPERIENCE: Twenty-six years of police and supervisory experience
 ASSIGNMENT: Director, Public Safety/Chief of Police

NAME: Scott Lammers
 ADDRESS: Findlay, OH
 EDUCATION: Graduate of Findlay High School
 EXPERIENCE: Nineteen years of maintenance experience
 ASSIGNMENT: Facilities Specialist I (Findlay)

RESOLUTION 2019-04-02-03

BE IT HEREBY RESOLVED that the recommendation of the President to revise the assignment on the basis indicated below, be approved by the Board of Trustees:

<u>NAME</u>	<u>ASSIGNMENT</u>
Yasmine Bachar	Director, Advising
Michael Jack	Foreman, Maintenance
Ryan Mays	Manager, Testing Center Services
Jeremy Meier	Chair, Fine and Performing Arts
Timothy Santry	Advisor
Charles Shake	Groundskeeper (First Shift)
Ashley Thomas	Student Services Information Systems Administrator

Dr. Hejeebu made a motion to approve the employment recommendations, which was seconded by Ms. Morrissey. Following a voice vote, the motion was adopted.

Report of Monthly Budget Transfers for Board Approval:

RESOLUTION 2019-04-02-04

BE IT HEREBY RESOLVED that the report of monthly budget transfers, in accordance with the 3358:11-1-12 Financial Standards Policy, be approved by the Board of Trustees.

Mr. Nagle made a motion to approve the report, which was seconded by Ms. Hammond. Following a voice vote, the motion was adopted.

Report of Purchase Requisitions, Orders, Expenditures Requiring Board Approval:

RESOLUTION 2019-04-02-05

BE IT HEREBY RESOLVED that the report(s) of purchase requisitions, orders, or expenditures, \$50,000 or more, in accordance with the 3358:11-1-12 Financial Standards Policy, be approved by the Board of Trustees.

Ms. Morrissey made a motion to approve the report, which was seconded by Mr. Nagle. Following a voice vote, the motion was adopted.

Academic Calendar:

RESOLUTION 2019-04-02-06

BE IT HEREBY RESOLVED that the recommendation of the President to adopt the academic calendar for Summer Semester 2020, Fall Semester 2020 and Spring Semester 2021, be approved by the Board of Trustees.

Summer Semester 2020

May 25 ~ Classes begin (*Classes may have varying start dates; refer to the class schedule for start dates and locations*)

May 25 ~ Holiday ~ College Closed

July 3-4 ~ Holiday ~ College Closed

August 14 ~ Classes end (*Classes may have varying end dates; refer to the class schedule for start dates and locations*)

August 18 ~ Grades due/End of Term Processing

Fall Semester 2020

August 24 ~ Faculty duty days begin

August 31 ~ Classes begin (*Classes may have varying start dates; refer to the class schedule for start dates and locations.*) (*Weekend classes include Friday evening, Saturday and Sunday classes*)

September 4 – September 6 ~ No weekend classes

September 7 ~ Holiday ~ College closed

November 11 ~ Holiday ~ College closed

November 25-29 ~ Holiday ~ College closed

December 13 ~ Last day of classes

December 14-17 ~ Final exam week

December 18 ~ Commencement

December 22 ~ Grades due/end of term processing

December 23 ~ Last faculty duty day

Spring Semester 2021

January 11 ~ Faculty duty days begin

January 18 ~ Classes begin (*Classes may have varying start dates; refer to the class schedule for start dates and locations.*) (*Weekend classes include Friday evening, Saturday and Sunday classes*)

January 18 ~ Holiday ~ College closed

March 15-21 ~ Spring break ~ No classes (no weekend classes)

May 9 ~ Last day of classes

May 10-13 ~ Final exam week

May 14 ~ Commencement

May 18 ~ Grades due/end of term processing

May 26 ~ Last faculty duty day

Ms. Morrissey made a motion to adopt the academic calendar, which was seconded by Dr. Hejeebu. Following a voice vote, the motion was adopted.

Policy Recommendation:

RESOLUTION 2019-04-02-07

WHEREAS, board policies and college procedures are reviewed on a five-year cycle, and the review process includes vetting and posting proposed revisions to employees for feedback; and,

WHEREAS, the President and the Vice Presidents reviewed and recommend the listed employment policy to be rescinded, as follows:

- Rescission of 3358:11-5-08 Tardiness Policy, as it is procedural and redundant to 3358:11-5-52 Standards of Conduct and Disciplinary Policy and Procedures;

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Trustees rescinds the 3358:11-5-08 Tardiness Policy (Appendix II);

BE IT FURTHER RESOLVED that the Board of Trustees authorizes the Secretary to the Board of Trustees to file said policy with the Ohio Legislative Service Commission.

Dr. Hejeebu made a motion to approve the recommendation, which was seconded by Mr. Nagle. Following a voice vote, the motion was adopted.

EXECUTIVE SESSION

Chair Talmage announced an executive session for the discussion of the employment and compensation of a public employee; specifically, for the president in accordance with the terms of the employment agreement for the annual performance review and the annual compensation review. Mr. Nagle made a motion to adjourn to executive session as specified. Ms. Morrissey seconded the motion, and the Chair called for a roll call vote. Roll Call: Mary Beth Hammond, yea; Srinivas Hejeebu, yea; Jason Johnson, yea; Karil Morrissey, yea; Edwin Nagle, yea; Rita Russell, yea; and, Diana Talmage, yea (7).

Upon return from executive session, roll call was taken and the following members were present: Mary Beth Hammond, Srinivas Hejeebu, Jason Johnson, Karil Morrissey, Edwin Nagle, Rita Russell, and Diana Talmage (7).

STATEMENTS AND COMMENTS BY BOARD MEMBERS

In response to a question from Mr. Nagle of the recent news of the Bowling Green State University and Mercy College's "strategic alliance that will provide the clinical pathway for future BGSU nursing students," President Robinson commented on Owens' stand of openness and partnerships with the institutions. Provost Dr. Smith commented on recently meeting the BGSU Provost and their interest in Owens graduates in nursing and allied health.

President Robinson provided a brief update of the state capital-funded basic tool and die/machining and pending status of a memorandum of agreement with the Cherry Street Mission Life Revitalization Center.

REGULAR REPORTS

Monthly Reports to the Board of Trustees – Members of the Board of Trustees were issued monthly reports from Academic Affairs, Business Affairs, Student Services and other reports to the President, including the Foundation, Alumni Relations, Findlay Campus and Marketing/Communications.

Adjournment – As there was no further business to come before the Board of Trustees, Chair Talmage declared the meeting adjourned.

APPENDIX I

Amendment of 11-1-02 Bylaws of the Board of Trustees

3358:11-1-02 Bylaws of the board of trustees of Owens state community college.

- (A) Name. The name of this organization shall be the Owens state community college board of trustees, hereinafter referred to as “the board.”
- (B) Charter. Owens state community college is an institution of higher education and a political subdivision of the state of Ohio. The board is chartered in accordance with Chapter 3358. of the Revised Code.
- (1) Authority. Official acts of the board are those taken at an official meeting in compliance with section 121.22 of the Revised Code. The authority of the membership resides within the board during the limits of a meeting in session.
- (C) Membership. Members of the board shall serve and exercise authority in accordance with the Ohio Revised Code.
- (D) Meetings. The board shall conduct meetings in compliance with Chapter 121. of the Revised Code. The board shall hold at least six regular meetings annually.
- (1) Notification of meetings. The public meeting notice shall be posted on the college public website.
- (2) Addressing the board. Any person, other than a member of the board or an officer of the college, who wishes to address the board at a regular meeting must request approval by 5:00 p.m., eight calendar days ~~at least one week~~ prior to the date of the regular meeting of the board. The request must be made in writing to the ~~president~~ board secretary and must state the purpose, the requestor’s name, email address and phone numbers. The board will not consider certain requests at the board chair’s discretion, including but not limited to pending legal matters, personnel decisions or other confidential matters.
- (3) Agenda. The agenda for meetings of the board shall be prepared by the president of the college and the board secretary. Copies of the agenda shall be mailed or delivered to each board member in advance of any regularly scheduled meeting. The president may, by announcement at the beginning of the meeting and without objection of the board, add or delete items from any such agenda.

Routine items of business may include:

- (a) Call to order
- (b) Roll call
- (c) Adjustment of the agenda
- (d) Approval of the minutes

- (e) Reports of the standing committees
 - (f) Reports of the president
 - (g) Recommendations of the president
 - (h) Consideration of such matters as may be required by executive session
 - (i) Monthly reports
 - (j) Statements and comments by board members
 - (k) Adjournment
- (4) Quorum. A majority of the board shall constitute a quorum. A majority of voting members at a quorum may act. A member of the board shall be present in person at a meeting open to the public to be considered present or to vote at the meeting and for purposes of determining whether a quorum is present at the meeting.

A member of the board who must abstain from voting on a particular transaction of business due to a conflict of interest (or for a potential conflict of interest) cannot be counted in the majority of voting members needed to act for that particular transaction of business.

~~(5) Rules of parliamentary procedures. The recent released version of roberts rules of order shall be the official parliamentary guide for all sessions when not in conflict with the bylaws or the Revised Code. (moved to item 6)~~

- (5) Conflict of interest. A member of the board must avoid a conflict of interest in meeting their fiduciary responsibility to act on behalf of the institution. As a public official, a member of the board may reference Owens community college rule 3358:11-4-11 of the Administrative Code (model ethics policy) and Chapter 102. of the Revised Code. Ohio Ethics Law prohibits a public official from participating in actions, deliberations or decisions that directly involves a financial interest of their own, their family or a business associate.

A potential or a conflict of interest (financial interest or a dual organizational relationship) shall be fully disclosed to the general counsel/assistant attorney general representing the college, who will assist with proper guidance addressing the potential or conflict of interest.

When there is a potential or a conflict of interest, the member of the board must completely abstain or recuse from the matter, including: voting, decision-making, discussing, reviewing, recommending, inspecting, influencing, or taking any action on the matter.

- (6) Rules of parliamentary procedures. The recent released version of roberts rules of order shall be the official parliamentary guide for all sessions when not in conflict with the bylaws or the Revised Code.

(E) Structure of the board.

- (1) Officers. A nominating committee made up of members of the board will be appointed by the board chair annually prior to November thirtieth to develop the nominations for board officers. The chair and vice chair of the board shall be elected from the board membership. The president shall be appointed by the board. The treasurer and secretary shall be appointed by the board, upon recommendation by the president, and need not be members of the board.
- (2) Election and term of office. Election of officers shall take place at the first regular meeting of each calendar year. Officers shall be elected for one-year terms not to exceed a maximum of three consecutive terms.
- (3) Vacancies. If, for any reason, a vacancy occurs in the office of the chair during the term of office, the vice chair shall succeed to the office of chair immediately and shall have all powers and perform all the duties of the office during the period of vacancy. If there is a continuing vacancy of the position of vice chair, the board shall elect a successor at the next regular meeting of the board following the declaration of such vacancy by the chair and the support of the majority of voting members of the board. When both the chair and vice chair are unavailable, the most recent past chair who remains a board member will function as the chair on an interim basis. Vacancies in any other office shall be filled by action of the board.
- (4) Committees. The board will function as a committee-of-the-whole; however, the chair may appoint ad hoc or standing committees as necessary.
 - (a) A standing committee is one charged with a broad mandate. Standing committees shall be chartered annually through a motion by the board chair and approved by a majority vote.
 - (b) Committee(s) will be comprised of not less than three trustees. A majority of the committee-appointed voting members physically present shall constitute a quorum for the transaction of business. A member of the board who must abstain from voting on a particular transaction of business due to a conflict of interest (or for a potential conflict of interest) cannot be counted in the majority of voting members needed to act for that particular transaction of business. A committee chair will report on the committee's deliberations to the full board of trustees at a regular meeting.
 - (c) A committee chair may include in committee discussion ~~deliberations~~ appropriate college administrators and/or appropriate stakeholders. The board secretary will serve as the secretary for the committees.
 - (d) All committees shall conduct meetings in compliance with Chapter 121. of the Revised Code.

- (5) Duties and responsibilities of officers.
- (a) Chair. It shall be the duty of the chair to call the meeting to order, to preside at all meetings of the board, to rule on the order and discussions of motions, to maintain proper decorum within the meeting place, to expedite the use of time during the meetings, to allocate the time for discussion, and to perform all duties incident to the office of chair and such other duties as may be prescribed from time to time by the board.
 - (b) Vice chair. It shall be the duty of the vice chair to perform the chair's duties the chair's absence, or in the event of the chair's inability or refusal to act. The vice chair, when thus acting, shall have the powers of and be subject to all restrictions placed upon the chair. A vice chair shall perform such other duties as from time to time may be assigned by the chair of the board.
- (F) Secretary. The secretary shall keep the minutes of the meetings of the board; shall see that all notices of meetings are duly given in accordance with the provisions of the bylaws, or as required by law; and, in general, shall perform all duties incident to the office of secretary and such other duties as from time to time may be assigned by the chair of the board.
- (G) Treasurer. The treasurer serves as the college fiscal officer and under the direction of the college president. The duties of the treasurer shall be in accordance with section 3358.06 of the Revised Code and the accounts shall be kept in the manner prescribed by law. The treasurer shall perform all other duties incident to the office of treasurer and such other duties as from time to time may be assigned by the chair of the board.
- (H) President. The president is the chief executive officer and professional advisor to the board. The president interprets and implements the board's policies and regulations in their application to the various operations and personnel matters of the college. The board vests and delegates to the president the responsibility and authority necessary to provide professional leadership and administrative direction for all operations. The president may delegate authority to others but retains the final responsibility for the results of such delegation. The board delegates to and vests with the president the ability to employ, re-assign, promote, and terminate college personnel. The president may change varying personnel assignments to carry out responsibilities to the board for the overall leadership of the college.
- (I) Miscellaneous matters.
- (1) Fiscal year. The fiscal year of the college will be July first to June thirtieth.
 - (2) Annual budget. The president shall recommend a budget to the board for each fiscal year. Action on the president's recommendations shall take place before July first of each year. Reconciliation of the budget may take place at any meeting of the board by action of the board.
 - (3) Appointment and compensation. The board shall appoint and fix the contract of the president of the college and his/her annual benefits and salary increments. The board shall act on the president's recommendations for the initial appointment/compensation of administrative officers, full-time faculty members, and operating staff.

- (4) Seal. The board may provide a corporate seal.
 - (5) Interpretation of the bylaws. The board shall be the final authority on the interpretation of the board bylaws.
 - (6) Mileage reimbursement. Members of the board of trustees on college-related travel in their own privately owned automobile may request to be reimbursed at the rate per mile in effect, as established by the United States general services administration for privately owned automobiles.
- (J) Amendments. The bylaws of the board may be amended. Approval of a proposed amendment to the bylaws requires a positive majority vote of the membership of the board.

Promulgated under: 111.15

Statutory authority: 3358.08

Rule amplifies: 3358.08

Prior effective dates: 3/7/2002, 12/26/2013

History of Reviews

Bylaws Review Ad Hoc Committee/Legal Reviews: 2-5-19; 2-26-19

A five year review was provided. Proposed revisions to clarify language for addressing the Board and for a quorum. Provided new language for conflict of interest and for mileage reimbursement for attending meetings. The mileage reimbursement language formalizes the interpretation of the Ohio Revised Code 3358.08 language so that a trustee may request to be reimbursed for mileage for college-related travel.

APPENDIX II
Rescission of 11-5-08 Tardiness Policy
TO BE RESCINDED

3358:11-5-08 Tardiness.

- (A) Purpose. Chronic tardiness on the part of the employee will not be tolerated.
- (B) Guidelines.
- (1) If more than three instances of tardiness appear in one biweekly period, the employee will receive an oral reprimand.
 - (2) If this same employee has at a later date three or more instances of tardiness, the result will be a written reprimand.
 - (3) A third such instance within a one-year period of time will result in a one-day suspension without pay.
 - (4) Further instances could result in immediate dismissal.

Promulgated under: 111.15
Statutory authority: 3358.08
Rule amplifies: 3358.08
Prior effective dates: 3/7/2002

[History of Reviews](#)

HR Group Reviews: 10-25-18

Legal Review: 2-22-19

VP Review: 2-25-19

Post for Open Comment from Employees: 3-4-19 to 3-19-19

[Rationale for Rescission of Policy](#)

Human Resources provided a five+ year review. This policy is procedural and redundant to the 5-52 Standards of Conduct and Disciplinary Policy and Procedures; therefore it will be recommended to be rescinded. The current practice addressing employee poor attendance and chronic tardiness is implemented through the 5-52 Standards of Conduct and Disciplinary Procedures.