

OWENS COMMUNITY COLLEGE
REGULAR MEETING OF THE BOARD OF TRUSTEES
FEBRUARY 7, 2023 ~ MINUTES

Call to Order – Chair Mary Beth Hammond called the meeting to order at 12:34 p.m., and directed the record to show the meeting was held in accordance with the policies of the Board of Trustees, and the Ohio Revised Code, Section 121.22 and Chapter 3358.

Roll Call – Roll call was taken, and the following members were present: Mary Beth Hammond, Srini Hejeebu (remote), Matt McAlear, Sherina Ohanian, Rich Rowe, Rita Russell (remote), and Diana Talmage. (7)

Minutes of the Board of Trustees – The minutes of the December 6, 2022 regular meeting were provided to the Board of Trustees; and, hearing no corrections, the chair declared the minutes were accepted as written.

Finance Committee Report – Mr. Rowe reported the Finance Committee met on January 31. Mr. Rowe commented on the recommendation to amend the policies related to college purchasing. He noted that the members of the Finance Committee were supportive of the amendments, and he commented on the staff implementation of the deferred maintenance renovation projects, which led to the proposed changes. The current purchasing threshold of \$50,000 for competitive bidding for construction was lower than the State’s standard and other benchmarked area colleges and universities. The proposed threshold of \$200,000 will allow construction projects to move quicker, especially for time and materials contracts. Mr. Rowe noted the request for proposals process remains permissible should administration wish to implement at any threshold. Mr. Rowe also noted the following changes:

- Allowance to waive competitive bidding when there is an existing vendor
- Cleaned up the Request for Proposals process
- Updated an employee reimbursement process to align with the new Workday ERP implementation
- Added clarifying language for the Purchase Card process
- Added a section for a Board notification for all real property purchases, as recommended by the auditors
- Added sections for Buy Ohio, Buy America and language to prohibit employees making any personal purchases

Mr. Rowe also commented that the members of the Finance Committee heard an update on the capital project for the School of Nursing and Health Professions, and the members saw no concerns with College administration moving forward with the planning for the renovations and in working with bond counsel to develop a proposal for a financing plan. He noted there were two recommendations for the project in today’s meeting; and that any future recommendation on project financing would come to the Board as a whole, at a future meeting this spring. In closing, he said the next meeting of the Finance Committee is scheduled at the end of April.

Nominating Ad Hoc Committee Report – Chair Hammond commented that the Nominating Ad Hoc Committee met on December 6, and on behalf of the committee, she presented the slate of nominations: For Vice Chair, Mary Beth Hammond; and, for Chair, Sherina Ohanian. Ms. Hammond then called for nominations from the floor for both offices. No further nominations were made for either office, and Ms. Hammond closed the nominations from the floor.

Election of Officers – Ms. Hammond called for a roll call vote for those in favor of electing Mary Beth Hammond for Vice Chair. Roll Call: Mary Beth Hammond, aye; Srini Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. Ms. Hammond was elected as Vice Chair.

Ms. Hammond called for a roll call vote for those in favor of electing Sherina Ohanian for Chair. Roll Call: Mary Beth Hammond, aye; Srini Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. Ms. Ohanian was elected as Chair.

Ms. Hammond thanked the members of the Board for their support, and said that her three-years as Chair of the Board was an amazing journey, both professionally and personally. She said that she will support new Chair Ohanian in anyway that she can. She also welcomed the new vice presidents reporting to President Somerville, and she commented on the College moving forward strategically with the leadership of President Somerville and making a positive impact on the lives of students.

Possession of Offices – Ms. Ohanian and Ms. Hammond switched seats. Chair Ohanian thanked the members of the Board for their confidence in her, the President and the executive leadership team. She commented on the welcome that she received at the College since she began as a trustee, and she expressed her happiness in serving on the Board and keeping the momentum of the College going.

President’s Report – President Dione Somerville presented her report, which was inclusive of information from the executive leadership team.

President Somerville made a formal introduction of Blake Renner, Vice President of Enrollment Management and Student Affairs. Dr. Renner commented on his optimism of what can be implemented in the short-term and on developing strategies for the long term.

President Somerville formally introduced Kelle Pack, Vice President of Institutional Advancement/Executive Director of the Foundation. Trustee Diana Talmage, Chair of the Foundation Board, expressed her delight in working with Ms. Pack, who she first met years ago at the University of Toledo, and under Ms. Pack’s leadership everything is moving in the right direction for the Foundation.

President Somerville included the following highlights in her overall report to the Board:

- AACC/General Motors Grant Award – in the amount of \$40,000 from General Motors Corporate Giving, as one of seven community colleges in the nation to “study and share best practices for integrating advanced manufacturing credentials into...college curriculum.” The partnership was announced at GM Propulsion Systems in Toledo, and executive administrators met with GM leadership and toured the facility.
- Economic Development Roundtable on February 3 with Congressman Bob Latta – on the Findlay-area Campus, engaged with key leaders from manufacturers such as First Solar, Whirlpool, Goodyear Cooper and with economic development partners such as Regional Growth Partnership, Findlay Hancock Economic Development, Lucas County, and Jobs Ohio Wood County. The discussion centered on workforce development and solutions to address shortfalls and challenges to staffing shortages and to retention. The event was conceived and supported by the members of the Montrose Group.

- Human Resources – preparation for employees for the open enrollment period for health care with the 2023 coverage beginning on April 1. The College has engaged with the Employers' Association for a compensation analysis and review of non-bargaining unit positions.
- Athletics – an update on the women's basketball team, as ranked #2 in the NJCAA DIII national poll, and the College to host the District Championship on March 4. Spring sports were preparing for the season and were ranked in the NJCAA DIII pre-season poll: baseball is ranked #8 and softball #5 in the nation.
- Census Date Enrollment - 14th day of Spring Semester 2023
 - Overall enrollment: -2.7% compared to 14th day 2022 (-194 learners: 6963 learners in 2023 vs 7157 learners in 2022).
 - Highlights:
 - *New Non-Traditional Enrollment* has stabilized during this term and is flat to PY (-1 Student: 217 in 2023 vs 218 in 2022)
 - *New Direct from High School* was consistent with PY (-5 Students: 98 in 2023 vs 103 in 2022).
 - *CCP Overall Enrollment* is increased over the PY (+4.6%).
 - Challenges
 - Enrollment continues to be a challenge faced by many institutions. The headwinds (competition for students, shrinking populations within the service area, and increased workforce opportunities that do not require formal education) will continue to persist moving forward and will be a challenge in the upcoming terms.
 - *New Student* overall population was slightly behind the prior year -3.2% (-18 students).
 - *Continuing Student* overall population decreased from prior year (-4.7%). (It was impacted by fall new student miss, -11.6%).
- Enrollment Planning
 - Marketing, Admissions, and Student Affairs are undertaking a comprehensive review of the student experience at Owens to ensure the elimination of any potential barriers.
 - Data reports being reviewed to establish enrollment trends and to create predictive analytics for future terms. Additional data points are being established to better understand student momentum to identify any areas where students stop-out within their student experience.
 - Strategies and efforts focused on increasing proactive student engagement and enhancing the student experience are in development and will be implemented throughout the upcoming registration cycles.
- Strategic Planning – is progressing toward the final phase of development. The research phase was completed. Schmucker Advisers facilitated a January 27 session for faculty and staff to develop and articulate college values. The consultants continue to work with the committee members and others to share findings from various surveys, interviews and sessions. Next steps include reviewing the vision, mission and values in that context.

Board Education: Value of Government Relations with the Montrose Group LLC – President Somerville commented on the review of the vacant position that reported to the President, and the separation of the institutional advancement functions from the government relations functions, which was supported by benchmarking and the belief that the College is best served by allowing the two areas of expertise to separately exist. The engagement with Montrose Group began in the fall. She noted that their dual focus on economic development and advocacy was unique and help to provide the support needed for those areas of opportunity. Montrose Group created a plan for government relations strategy and have initiated meetings, events, and opportunities to implement it with a focus on outcomes and deliverables. President Somerville introduced Dave Robinson, Principal of the Montrose Group, and Tim Biggam, Director of Government Relations.

Mr. Robinson presented on national data of the labor force and state data on regional population growth patterns since 2010. He noted the roles of local, state and federal government spanning from regulators, funders and partners and how the strategy for government relations touches on policy, process and politics. Current issues related to the College that are being addressed at the local and state levels include, the state operating budget, accessibility to the college, workforce initiatives on both campuses, and outreach with regional economic development partners. Advocacy opportunities for the members of the Board to engage with the President are in relationships with business partners, public officials, helping to best position the President and in representing the College at public official briefings.

Ms. Hammond commented on the February 3 workforce round table at the Findlay-area Campus with Congressman Latta, noting the media coverage of the event, but no representation from the Board members who reside in Findlay. Mr. Robinson commented on the aspect of public/private events with elected officials and will better communicate in the future. Mr. Robinson commented on the Findlay business community and the opportunities, which Ms. Hammond responded on the Findlay Formula™ that brings together government, business, education and nonprofits for a common purpose. Mr. Robinson commented that when an entity requests funding and bring the business community with it, it is all about the growth of the State of Ohio. Mr. Biggam underscored the importance of advocacy by the Board members with the President for visibility of the College. Mr. Robinson and Mr. Biggam left the meeting at the conclusion of their presentation.

RECOMMENDATIONS OF THE PRESIDENT TO THE BOARD OF TRUSTEES

Employment of Personnel:

RESOLUTION 2023-02-07-01

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

NAME: KAREN RETTIG
 ADDRESS: Findlay, OH
 EDUCATION: Graduate of Bowling Green State University with a Bachelor degree in Elementary Education
 ASSIGNMENT: Advisor, College Credit Plus

NAME: GABRIELLE HILL
 ADDRESS: Marion, OH
 EDUCATION: Graduate of Marion Harding High School
 EXPERIENCE: 1 year of organizational, time management and fast paced efficiency skills
 ASSIGNMENT: Custodian (Third Shift)

NAME: BLAKE RENNER
ADDRESS: Westerville, OH
EDUCATION: Graduate of West Virginia University with a Doctorate in Educational Leadership Studies, a Master in Secondary Education and a Master in Counseling. Graduate of Malone College with a Bachelor in Psychology.
ASSIGNMENT: Vice President, Enrollment Management and Student Affairs

NAME: KATHLEEN BURNHAM
ADDRESS: Maumee, OH
EDUCATION: Graduate of Baker College with an Associate degree in Applied Sciences in Medical Assisting
ASSIGNMENT: Supervisor, Department of Public Safety

NAME: TYLER KISH
ADDRESS: Perrysburg, OH
EDUCATION: Graduate of University of Toledo with a Bachelor and a Master degrees in English. Graduate of Owens Community College with an Associate degree in Education.
ASSIGNMENT: Advisor, College Credit Plus

NAME: KAREN NUSBAUM
ADDRESS: Petersburg, MI
EDUCATION: Graduate of University of Toledo with a Bachelor degree in Nursing
ASSIGNMENT: Clinical Teaching Faculty

NAME: GWENDOLYNN GREGORY
ADDRESS: Toledo, OH
EDUCATION: Graduate of Spring Arbor University with a Master in Business Administration and a Master in Nursing and a Bachelor in Nursing. Graduate of Owens Community College with an Associate degree in Nursing
ASSIGNMENT: Clinical Teaching Faculty

NAME: ZACAHRY ENGLISH
ADDRESS: Sylvania, OH
EDUCATION: Graduate of Northview High School. Certification for Pipefitting/Plumbing from Owens Community College.
ASSIGNMENT: Maintenance Specialist I (First Shift)

NAME: ALEXIS EIS
ADDRESS: Maumee, OH
EDUCATION: Graduate of Bowling Green State University with a Bachelor degree in Adolescent to Young Adult Social Studies Education
ASSIGNMENT: Representative, Admissions

NAME: TYLER TEMPLE
ADDRESS: Toledo, OH
EDUCATION: Graduate of Graduation Alliance
EXPERIENCE: 1.5 years of organizational skills and transaction processing, 4 years of customer service, software, and problem-solving skills
ASSIGNMENT: Specialist, Collections

NAME: JUNE VANGEON
ADDRESS: Perrysburg, OH
EDUCATION: Graduate of Whitmer High School.

EXPERIENCE: 1 month of custodial experience. 1 month of packaging products
 ASSIGNMENT: Custodian (Second Shift)

NAME: KAJUAN WILLIS
 ADDRESS: Toledo, OH
 EDUCATION: Graduate of University of Toledo with a Bachelor degree in Psychology and a Master degree in Clinical Mental Health Counseling
 ASSIGNMENT: Counselor

NAME: CHARLES SANECKI
 ADDRESS: Oregon, OH
 EDUCATION: Graduate of University of Toledo with a Bachelor degree in Secondary Education Social Studies
 ASSIGNMENT: Corporate Program Coordinator

NAME: KURT CROZIER
 ADDRESS: Findlay, OH
 EDUCATION: Graduate of Northern Michigan University with a Bachelor degree in Music/Secondary Education and Accounting
 ASSIGNMENT: Specialist, Testing Center (Findlay)

NAME: KELLE PACK
 ADDRESS: Maumee, OH
 EDUCATION: Graduate of the University of Toledo with a Bachelor of Arts, Communication and French
 ASSIGNMENT: Vice President, Institutional Advancement/Executive Director, Owens Foundation

NAME: MICHAEL RAMIREZ
 ADDRESS: Sylvania, OH
 EDUCATION: Graduate of Toledo Central Catholic High School
 EXPERIENCE: 2 years maintenance experience. 4 years of maintenance repair work- fixing doors, sinks, windows and electrical fixtures
 ASSIGNMENT: Maintenance Specialist I (First Shift)

NAME: TORI SCOPELITE
 ADDRESS: Bowling Green, OH
 EDUCATION: Graduate of Bowling Green State University with a Master degree in Special Education and a Bachelor degree in Intervention Specialist
 ASSIGNMENT: Representative, Disability Services

RESOLUTION 2023-02-07-02

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>
Lori Owens	Advisor, Career & Transfer Services
Adam Wagner	Lead, Advisor
Cindy Charlton	Manager, Course Inventory and Registration
Elizabeth Hayes	Lead, Advisor
Bradley Wood	Dean, Findlay Campus
Marcos Gomez	Director, Student Financial Services
Justin Hardman	Assistant Director, Admissions
Jennifer Rodriguez	Associate Registrar

Ms. Talmage made a motion to approve the recommendations, which was seconded by Ms. Hammond. There were no comments. Chair Ohanian called for a roll call vote. Roll Call: Mary Beth Hammond, aye; Srini Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. The motion was carried.

Chartering of Standing Committees and Appointments:

RESOLUTION 2023-02-07-03

WHEREAS, 3358:11-1-02(E)(4)(a) of the Bylaws states that standing committees shall be chartered annually and approved by majority vote; and

WHEREAS, the Board Chair has the authority to appoint members to the standing committees;

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Trustees charters and charges the following standing committees for 2023:

- **Finance Committee** ~ to ensure the implementation of the 3358:11-1-12 Financial Standards Policy and other finance-related policies;
- **Student Life Committee** ~ to recognize and celebrate individual students or groups of students who are nominated for their exemplary achievements in academics, extraordinary community engagement/volunteerism, and exceptional student leadership or student life involvement;

BE IT FURTHER RESOLVED that it is now appropriate for the Board Chair to appoint the trustees to serve on the committees and to appoint a designee to serve on the Owens Community College Foundation Board of Directors in accordance with the Owens Community College Foundation Code of Regulations Section 4.01.

Mr. Rowe made a motion to approve, which was seconded by Mr. McAlear. A comment was made by Mr. Rowe. Chair Ohanian called for a roll call vote. Roll Call: Mary Beth Hammond, aye; Srini Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. The motion was carried.

Chair Ohanian made the following appointments to the committees, which there were no objections:

- Finance Committee, Rich Rowe, Committee Chair, Rita Russell and Sherina Ohanian
- Student Life Committee, Dee Talmage, Committee Chair, and Srini Hejeebu
- Board Designee to the Foundation Board of Directors, Matt McAlear

Appointments of OACC Delegate and Alternate:

RESOLUTION 2023-02-07-04

WHEREAS, Owens Community College is a member of the Ohio Association of Community Colleges (OACC); and

WHEREAS, OACC is governed by a board made up of one trustee (designated to serve as the delegate) and the president of each such college; and

WHEREAS, the OACC bylaws require that a trustee delegate and an alternate be appointed by resolution of their respective board of trustees and submitted to the OACC in advance of the governing board meeting;

NOW, THEREFORE, BE IT HEREBY RESOLVED that **Diana Talmage** is appointed to serve as the delegate and **Mary Beth Hammond** is appointed to serve as the alternate of the Ohio Association of Community Colleges Governing Board, be approved by the Board of Trustees.

Mr. Rowe made a motion to approve, which was seconded by Mr. McAlear. There were no comments. Chair Ohanian called for a roll call vote. Roll Call: Mary Beth Hammond, aye; Srinu Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. The motion was carried.

Recommendation of Policies:

RESOLUTION 2023-02-07-05

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

WHEREAS, the President and the Vice Presidents reviewed and recommend the listed general administration (chapter 4) policies, as follows:

- Appendix I - Amendment of 3358:11-4-12 Purchasing Policy with revisions to align with benchmarked practices of other area colleges and from guidance from the auditor.
- Appendix II - Amendment of 3358:11-4-24 Construction Purchasing Policy with revisions to align with benchmarked practices of other area colleges and from guidance from the auditor.

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Trustees amends the policies: 3358:11-4-12 Purchasing Policy; and, 3358:11-4-24 Construction Purchasing Policy;

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

Mr. Rowe made a motion to approve the recommendation, which was seconded by Ms. Talmage. There were no comments. Chair Ohanian called for a roll call vote. Roll Call: Mary Beth Hammond, aye; Srinu Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. The motion was carried.

Facilities/Capital Improvements Recommendation:

- **For the Board's Endorsement of the School of Nursing and Health Professions Renovation Capital Project**

RESOLUTION 2023-02-07-06

WHEREAS, the Collaborative Inc. completed the 2019 Space Planning and Facility Condition Index, and the goals identified in the space plan were:

- to identify areas for enrollment opportunities;
- to reduce the overall campus square footage;
- to improve alignment of programs within each academic school; and

WHEREAS, the report was presented to the Board of Trustees at their Spring 2020 working retreat, and the campus presentation included the proposed move of the programs of the School of Nursing and Health Professions into one location, such as the Audiovisual Classroom Center and the Library buildings on the east side of campus, for the purpose of providing interprofessional education instruction to students enrolled in nursing and health profession programs; and

WHEREAS, Resolution 2021-11-03-07 was approved for the College's submission of the Request for Capital Improvements FY 2023-FY 2028 to the Ohio Department of Higher Education, which reflected the findings of the 2019 Space Planning and Facility Condition Index, and prioritized the project, School of Nursing and Health Professions Renovation; and

WHEREAS, Resolution 2022-11-01-07 was approved for the award of contracts for architect and engineering services and for construction and risk management services for the project, School of Nursing and Health Professions Renovation; and

WHEREAS, at the December 6, 2022 regular meeting of the Board of Trustees, the Treasurer presented an update of the project designed to include increased capacity for student growth in programs, increased instructional lab space, and projected savings in campus deferred maintenance; and

WHEREAS, at the January 31, 2023 meeting of the Board Finance Committee, the Treasurer presented an update of the project that included a total project cost estimate of \$32 million for design, construction, contingencies, information technology, and instructional equipment, and the Treasurer provided college budget scenarios based on long-term debt; and

WHEREAS, the President and the Treasurer would like to move forward with outside Bond Counsel to develop a financing plan for the total project cost, which may be from multiple resources, such as state capital appropriations, bond proceeds, institutional funds and opportunities for financial support for naming facilities and spaces; and

WHEREAS, the President and the Treasurer request the Board's endorsement of the estimated \$32 million capital project, School of Nursing and Health Professions Renovation, prior to a future recommendation to the Board of Trustees for the project's financing, which is anticipated at a regular meeting of the Board of Trustees, either May or June, 2023;

NOW, THEREFORE, BE IT HEREBY RESOLVED that the Board of Trustees endorses the School of Nursing and Health Professions Renovation project and supports the President with the guidance of the Treasurer/Chief Financial Officer and legal counsel to develop a financing plan for the capital project, including bond proceeds and institutional funding.

Ms. Hammond made a motion to approve the recommendation, which was seconded by Mr. McAlear. Mr. Rowe commented on the investment in a growth area for the College's programs. Chair Ohanian called for a roll call vote. Roll Call: Mary Beth Hammond, aye; Srini Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. The motion was carried.

Facilities/Capital Improvements Recommendation:

- **For Delegating Authority to make Declarations of Official Intent and Allocations with respect to Reimbursements of Temporary Advances made for Expenditures for Capital Improvements in the Community College District to be made from Subsequent Borrowings**

RESOLUTION 2023-02-07-07

WHEREAS, Treasury Regulation §1.150-2 (the “Reimbursement Regulations”), issued pursuant to Section 150 of the Internal Revenue Code of 1986, as amended, (the “Code”) prescribes certain requirements by which proceeds of tax-exempt bonds, notes, certificates or other obligations included in the meaning of “bonds” under Section 150 of the Code (“Obligations”) used to reimburse advances made for Capital Expenditures (as hereinafter defined) paid before the issuance of such Obligations may be deemed “spent” for purposes of Sections 103 and 141 to 150 of the Code and therefore, not further subject to any other requirements or restrictions under those sections of the Code; and

WHEREAS, such Reimbursement Regulations require that an Issuer (as hereinafter defined) make a Declaration of Official Intent (as hereinafter defined) to reimburse any Capital Expenditure paid prior to the issuance of the Obligations intended to fund such Capital Expenditure and require that such Declaration of Official Intent be made no later than sixty (60) days after payment of the Capital Expenditure and further require that any Reimbursement Allocation (as hereinafter defined) of the proceeds of such Obligations to reimburse such Capital Expenditures occur no later than eighteen (18) months after the later of the date the Capital Expenditure was paid or the date the property acquired with the Capital Expenditure was placed in service, except that any such Reimbursement Allocation must be made no later than three years after such Capital Expenditure was paid; and

WHEREAS, the Reimbursement Regulations provide that an Issuer may delegate the authority for making such Declarations of Official Intent and Allocations to one or more individuals; and

WHEREAS, the Owens Community College Board of Trustees wishes to ensure compliance with the Reimbursement Regulations; and

WHEREAS, the Board of Trustees intends to make improvements to community college facilities, including, but not limited to, constructing new buildings, constructing expansions to existing buildings, making renovations and repairs to existing buildings, acquiring equipment and furnishings, and related costs, (the “Project”). The Board of Trustees intends that the cost of these improvements will be paid from the proceeds of municipal securities when issued by the Board of Trustees for the Project;

NOW, THEREFORE, BE IT HEREBY RESOLVED by the Board of Trustees (the “Board”) of the Owens State Community College (the “Community College”), County of Wood, Ohio:

SECTION 1. Definitions. That the following definitions apply to the terms used herein:

- “Allocation” means written evidence that proceeds of Obligations issued subsequent to the payment of a Capital Expenditure are to reimburse the Community College for such payments. “To allocate” means to make such an allocation.
- “Authorized Officer” means the Chief Financial Officer or the President of the Community College and any persons with authority at the time to exercise functions of those offices.

- “Capital Expenditure” means any expense for an item that is properly depreciable or amortizable or is otherwise treated as a capital expenditure for purposes of the Code, as well as any costs of issuing Reimbursement Bonds.
- “Declaration of Official Intent” means a written declaration that the Board intends to fund Capital Expenditures with an issue of Reimbursement Bonds and reasonably expects to be reimbursed from the proceeds of such an issue.
- “Issuer” means either a governmental unit that is reasonably expected to issue Obligations or any governmental entity or 501(c)(3) organization that is reasonably expected to borrow funds from the actual issuer of the Obligations.
- “Reimbursement” means the restoration to the Community College of money temporarily advanced from other funds, including moneys borrowed from other sources, of the Community College to pay for Capital Expenditures before the issuance of Obligations intended to fund such Capital Expenditures.
- “To reimburse” means to make such a restoration.
- “Reimbursement Bonds” means Obligations that are issued to reimburse the Community College for Capital Expenditures, and for certain other expenses permitted by the Reimbursement Regulations, previously paid by or for the Community College.
- “Reimbursement Regulations” means Treasury Regulation §150-2 and any amendments thereto or superseding regulations, whether in proposed, temporary or final form, as applicable, prescribing conditions under which the proceeds of Obligations may be allocated to reimburse the Community College for Capital Expenditures and certain other expenses paid prior to the issuance of the Obligations such that the proceeds of such Obligations will be treated as “spent” for purposes of Sections 103 and 141 to 150 of the Code.

SECTION 2. Declaration of Official Intent.

- (a) That the Board of Trustees declares that it reasonably expects that the Capital Expenditures described in Section (b), which were paid no earlier than sixty days prior to the date hereof, or which will be paid prior to the issuance of any Obligations intended to fund such Capital Expenditures, will be reimbursed with the proceeds of Obligations, representing a borrowing by the Board of Trustees or other governmental issuer in the maximum principal amount, for such Reimbursements, of \$25,000,000; and
- (b) That the Capital Expenditures made in fiscal years ending June 30, 2023 or June 30, 2024 to be reimbursed are to be used to make improvements to community college facilities, including, but not limited to, constructing new buildings, constructing expansion to existing buildings, making renovations and repairs to existing buildings acquiring equipment and furnishings, and related costs.

SECTION 3. Reasonable Expectations. That the Board of Trustees does not expect any other funds (including the money advanced to make the Capital Expenditures that are to be reimbursed) to be reserved, allocated on a long-term basis, or otherwise set aside by the Board of Trustees or any other entity, with respect to the Capital Expenditures for the purposes described in Section 2(b).

SECTION 4. Open Meeting. That it is found and determined that all formal actions of this Board concerning and relating to the adoption of this resolution were adopted in an open meeting of this Board; and that all deliberations of this Board and of any of its committees that resulted in such formal action, were in meetings open to the public, in compliance with the law.

Mr. Rowe made a motion to approve the recommendation, which was seconded by Ms. Talmage. There were no comments. Chair Ohanian called for a roll call vote. Roll Call: Mary Beth Hammond, aye; Srinu Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. The motion was carried.

Financial Report – Members of the Board of Trustees were provided with the financial exhibits for the period ending December 31, 2022, which the Chair accepted, as submitted.

Dates to Remember – Members of the Board of Trustees were provided with the dates to remember. Chair Ohanian commented on the March 8 virtual Trustees Conference with Ohio Department of Higher Education Chancellor Randy Gardner. She also noted that a decision is pending on the meeting date reserved for April.

Monthly Report to the Board of Trustees – Members of the Board of Trustees were provided with the monthly report. The Chair accepted the monthly report, as submitted.

Statements and Comments – Chair Ohanian thanked Ms. Hammond for her leadership as the Board Chair for the past three years, during a pandemic and with three different college presidents.

EXECUTIVE SESSION

Chair Ohanian announced an executive session for certain personnel matters; specifically, to discuss the investigation of a complaint involving a public employee or official and for the purchase or sale of property. Ms. Hammond made a motion to adjourn to executive session as specified. Mr. McAlear seconded the motion, and the Chair called for a roll call vote. Roll Call: Mary Beth Hammond, aye; Srinu Hejeebu, aye; Matt McAlear, aye; Sherina Ohanian, aye; Rich Rowe, aye; Rita Russell, aye; and, Diana Talmage, aye. (7).

Upon return from executive session, roll call was taken and the following members returned to open session. Roll Call: Mary Beth Hammond, Matt McAlear, Sherina Ohanian, Rich Rowe, Rita Russell, and, Diana Talmage. (6)

Adjournment – As there was no further business to come before the Board of Trustees, Chair Hammond declared the meeting adjourned at 2:53 p.m.

APPENDIX I

Amendment of 3358:11-4-12 Purchasing Policy

3358:11-4-12 Purchasing policy.

(Revision Document “Clean” with Crosswalk – Draft)

(A) Purpose. The board of trustees of Owens community college desires to obtain the maximum value of each dollar of expenditure, and to obtain quality goods and services from the lowest responsive and responsible vendor or bidder. This rule does not apply to purchases related to works of improvement/construction, which are addressed in rule 3358:11-4-24 of the Administrative Code (construction purchasing). This rule does not apply to purchases related to grant funding, which are addressed in rule 3358:11-4-28 of the Administrative Code (procurement for federal awards). **(Current Policy – Item A – Page 1)**

(B) Policy. The college shall conduct procurement activities in an efficient and cost-effective manner that supports the mission of the college while maintaining compliance with applicable state and federal laws and regulations.

(1) Determination of lowest, responsive and responsible bid. A bidder shall be considered responsive if their proposal meets or exceeds specifications. The bidder shall be considered responsible for proper execution of contract or purchase order by demonstrating acceptable proof of proper experience, financial condition, insurance, conduct and performance on previous contracts, which shall include compliance with regulatory agencies, history of accidents and illness rates, safety training, references, licensing, and facilities and personnel. Wherever possible, consideration will be given to bidders utilizing a local workforce. All bidders are encouraged to participate in quality of life programs for their employees to enhance the greater wellbeing of the local community. **(Current Policy – Item B – Page 1)**

Owens community college, however, reserves the right to reject any and all bids or parts thereof or items therein and to waive any informality in bids received whenever such rejection or waiver is in the interest of the college. Owens community college also reserves the right not to award a contract to the low bidder if the college determines that the low bid is not in the best interest of the college. **(Current Policy – Item B – Page 1)**

Owens community college shall follow the statutory requirements of the Revised Code for the purchase or the award of a contract for goods and services, including but not limited to section 9.24 of the Revised Code for findings for recovery; section 3517.13 of the Revised Code for campaign financing. **(Current Policy – Item B – Page 1)**

(2) Authority. The authority to obligate the college for any expenditure of funds shall be limited to the approval of either the board, the president/chief executive officer, the treasurer/chief financial officer, or to an employee who has been delegated that responsibility of budget authority by the president or treasurer/chief financial officer. Employees making an unauthorized purchase may be held personally liable for that purchase. **(Current Policy – Item C – Page 2)**

- (3) Competitive bidding. For the purpose of this rule, competitive bidding refers to requirements for the solicitation of a request for proposals, a request for quotes, or a request for information from multiple suppliers of a good or service being considered. Competitive bidding will be required for the following circumstances: (Referenced in Current Policy – Item F – Page 6)
- (a) The purchase or lease of any equipment, materials or supplies when the cost per unit price is twenty-five thousand dollars or greater. (Referenced in Current Policy – Item E – Page 4)
 - (b) The procurement of a service when the cost per unit price is fifty thousand dollars or greater.
 - (c) Construction and works of improvement contract when the estimated cost per unit prices is two hundred thousand dollars or greater. (Aligned with proposed revision to the 3358:11-4-24 Construction Purchasing.)
 - (d) Competitive quotations may be solicited for a purchase below the established competitive bidding limit whenever it would best service the interest of the college.
 - (e) Any circumstance subject to competitive bidding shall be advertised in a way that is determined to be in the college’s best interest. (Referenced in Current Policy – Item F – Page 6)
- (4) Waiver of competitive bidding. The controller has the authority to waive competitive bidding when any of the following requirements are met:
- (a) A sole source vendor, as determined by the controller, and approved by the treasurer/chief financial officer; or in the absence of the treasurer/chief financial officer, by the college president. (Current Policy – Item E 3 b – Page 5; also aligns with 4-24 Construction Policy)
 - (b) An emergency situation requiring such action, as determined by the president, treasurer/chief financial officer or a designee. (Current Policy – Item E 3 a – Page 5)
 - (c) A need to utilize an existing vendor or to maintain consistency of a good/product where changing a vendor or utilizing a different brand would result in an additional cost or result in incurring an unnecessary or excess cost to facilitate a change, as approved by the controller based on satisfactory supporting documentation.
 - (d) An existing contract, or other educational/institutional cooperative or membership extending pricing to the college are utilized as a source for the established price. (For an example, Owens community college, or the state of Ohio department of administrative services, interuniversity council, general services administration, educational and institutional cooperative, national joint powers alliance (sourcewell), national intergovernmental

- purchasing alliance, United States communities, provista, sourcing office, or Ohio association of community colleges). (Current Policy – Item E 3 c – Page 5)
- (e) When the Revised Code allows for the exemption of professional service providers (i.e., auditors, attorneys, architects, consultants, etc.) from competitive bidding requirements. (Current Policy – Item E 3 d – Page 5)
- (f) When distribution is authorized by the college for whom the college is the fiscal agent or custodian of funds. (Current Policy – Item E 3 e – Page 5)
- (5) Encumbering of funds. The college requires a purchase order when procuring a good or a service for the college. (Current Policy – Item C 2 – Page 2)
- (a) There are exceptions to the purchase order requirement, when the college can make a direct payment of a vendor/supplier invoice, under the following circumstances: referee, college night (hosted at various schools) for less than two hundred dollars, scholarship and other financial aid money returned to donor/source, club account, athlete medical bill, plant operation emergency, state and federal aid funds returned to respective governmental agency and reimbursement of an employee. (Current Policy – Item C 2 a – Page 2)
- (b) A purchase card cannot be used for meals when traveling or for liquor. An exception for the use of a purchase card for food is limited to an athletic team, campus event, or a club account, or for the president or a vice president for a college-related meeting, event or special circumstance. (Current Policy – Item C 2 c and d and e – Page 2)
- (c) The threshold for approvals for purchases or leases of equipment, furniture, vehicle or other goods with an aggregate value of: (Current Policy – Item C 3 – Page 4)
- (i) Ten thousand dollars or more, requires prior authorization by the treasurer/chief financial officer; (Current Policy – Item C 3 – Page 4)
- (ii) Fifty thousand dollars or more, for a non-routine or non-recurring purchase or lease, also requires prior authorization by the president; (Current Policy – Item C 3 – Page 4)
- (iii) One hundred thousand dollars or more, for a non-routine or non-recurring purchase or lease, also requires prior authorization by the board of trustees. (Current Policy – Item C 3 – Page 4)

- (6) Board notification. The board of trustees will be notified of all real property purchases.
- (7) Conflict of interest.
- (a) No public employee, officer or agent can participate in the selection, award or administration of a public contract, if the individual has a real or apparent conflict of interest. Such a conflict of interest would arise when the employee, officer or agent, any member of his or her immediate family, his or her partner, or organization, which employs or is about to employ any of the parties indicated herein, has a financial or other interest in or a tangible personal benefit from a firm considered for a contract. The employees, officers or agents of the college cannot solicit or cannot accept gratuities, favors, or anything of monetary value from contractors or parties to subcontracts. (Current Policy – Item K 1 – Page 7)
- (b) A conflict of interest would arise when: ~~The~~ the public employee, officer, or agent, any member of his or her immediate family, partner, or organization, which employs or is about to employ any of the parties indicated herein, has a financial or other interest in or a tangible personal benefit from such contract. An officer, employee, or agent of the college cannot solicit or accept a gratuity, favor, or anything of monetary value a contractor or a party to a subcontract. ~~from an improper source, including a party seeking to do business with the college.~~ (Current Policy – Item K 2 – Page 7)
- (c) A potential or a conflict of interest shall be reported to the treasurer/chief financial officer or to the general counsel/vice president, administration and human resources. (Current Policy – Item K 3 – Page 7)
- (d) Depending on the circumstance, non-compliance may be subject to the Owens community college rule 3358:11-5-52 of the Administrative Code (standards of conduct and disciplinary process policy and corresponding procedures) or to rule 3358:11-4-11 of the Administrative Code (model ethics policy). (Current Policy – Item K 4 – Page 7)
- (8) Vendors and related ethical/legal issues. The college recognizes the importance of having strong, mutually rewarding relationships with the vendors with whom it does business. The college seeks to maintain and improve these relationships by treating vendors in a fair and equitable manner. Individuals authorized to place purchase orders with vendors on behalf of the college shall do so in accordance with the rule 3358:11-4-11 of the Administrative Code (model ethics policy) and shall not allow relationships with these vendors and/or their employees to influence the award.
- (9) Buy Ohio and Buy America. The college shall give preference in its purchasing activities to products that are produced, mined or manufactured in the United States, as well as to bidders that qualify as having a significant Ohio economic presence in accordance with section 125.04 of the Revised Code; section 125.11 of the Revised

Code; and, section 3345.10 of the Revised Code. This requirement may be waived when compliance would result in the College paying an excessive price for the product or acquiring a disproportionately inferior product. (Encompasses Current Policy – Item H – Page 6/printed materials)

- (10) Prohibition of personal purchases. No personal purchases are permitted to be made, via the purchase order system, a payment request, a purchasing card or other institutional purchasing methodology. No employee may use the college’s name or present themselves as an agent of the college when making personal purchases.
- (C) This rule supplements and supports the Owens community college rule 3358:11-1-12 of the Administrative Code (financial standards); rule 3358:11-4-24 of the Administrative Code (construction purchasing); rule 3358:11-4-28 of the Administrative Code (procurement for federal award procedures). College administration shall adhere to the contracting manual provided through the legal services office. (Current Policy – Item I – Page 7)
- (D) The treasurer/chief financial officer has the authority to promulgate procedures consistent with this rule. (Current Policy – Item J – Page 7)

Promulgated under: 111.15

Statutory authority: 3358.08

Rule amplifies: 3358.08

Prior effective dates: 7/15/2005, 2/13/2016, 11/24/2017, 2/16/2019, 11/17/2019

History of Reviews

Executive leadership review 1-12-23

Employee review period 1-19-23 to 1-26-23

Rationale

The policy was last reviewed in 2019. The proposed revisions align with benchmarked practices at other area colleges and from guidance from the auditor.

APPENDIX II

Amendment of 3358:11-4-24 Construction Purchasing Policy

3358:11-4-24 Construction purchasing policy.

- (A) Threshold for competitive bidding. A capital improvement project, whether local or state funded, with a project cost of ~~fifty~~ fifty two hundred thousand dollars and above must follow a formal competitive bidding process, including advertising, in accordance with section 9.312, section 3358.10 and Chapter 153. of the Revised Code.
- (1) Improvement projects with a total project cost equal to or greater than ~~fifty~~ fifty two hundred thousand dollars shall be advertised after the notice calling for bids has been published once a week for three consecutive weeks in at least one newspaper of general circulation within the Owens community college district where the work is to be done.
 - (2) The board of trustees shall approve the contract of the recommended lowest responsive and responsible bidder. Such contracts shall be accompanied by or shall refer to plans and specifications for the work to be done. Such contracts shall be signed by the board of trustees chairperson and by the contractor.
 - (3) The treasurer/chief financial officer shall certify there are sufficient funds for the project in accordance with section 3358.10 of the Revised Code.
 - (4) The college shall obtain a bid bond and performance and payment bond for all projects with a total project cost equal to or greater than ~~fifty~~ fifty two hundred thousand dollars.
 - (5) A project may not be divided into separate projects to avoid competitive bidding.
 - (6) Thresholds are based on total project cost, not contract cost, regardless of the source of funds.
- (B) Project below threshold. A capital improvement project with a total project cost less than ~~fifty~~ fifty two hundred thousand dollars is not required to follow the formal competitive bidding process; ~~however, a project with a total project cost of ten thousand dollars and up to forty-nine thousand nine hundred ninety-nine dollars, requires that three written quotations be obtained whenever possible. A project below the threshold shall be in accordance with the rule 3358:11-4-12 of the Administrative Code (purchasing policy)~~
- (1) ~~If less than three quotations are available, the reasons must be documented in writing.~~
 - (2) ~~The college shall select the quote or proposal that is in the best interest of the college.~~
 - (3) ~~Project administrators shall avoid any potential conflict of interest and any action, which might result in the appearance of impropriety. All proposed contractors shall~~

~~receive the same information, and any questions and answers shall be made equally available to all proposed contractors.~~

- ~~(4) The college may accept or reject any or all proposals or quotes, in whole or in part.~~
 - ~~(5) Any change to specifications may require an extension of the time for receiving quotations or proposals, or a re-issuance of the solicitation.~~
 - ~~(6) The college will make a case-by-case decision as to when a bid bond and performance and payment bond will be required for construction projects that cost less than fifty two hundred thousand dollars. In general, a bond will be required for all projects for which the total cost is equal to or greater than fifty two hundred thousand dollars, and for all projects of any cost involving demolition, excavation, utility work, hazardous materials, specialized work, or roofing.~~
- (C) Prevailing wage projects. All prevailing wage projects shall be managed by the college's prevailing wage coordinator.
- (1) For improvement projects with a total project cost equal to or greater than seventy-five thousand dollars (or other threshold as determined under Chapter 4115. of the Revised Code,) the project administrator must include prevailing wage rates in the bidding specifications and in the contract.
 - (2) For all parking lot, road, street, alley, sewer, or ditch related projects that exceed prevailing wage thresholds determined biennially by the Ohio department of commerce, the project administrator must include prevailing wage rates in the bidding specifications and in the contract consistent with Chapter 4115. of the Revised Code.
 - (3) If a project involves any federal funds, legal counsel should be consulted to determine whether federal prevailing wage rates apply.
- (D) Documentation and process for all construction projects. For all construction projects, regardless of size, the following are required:
- (1) Debarment list. Review the state of Ohio debarment list to ensure that none of the contractors are barred from doing business with the state.
 - (2) Findings for recovery. Ensure that each contract includes a provision for findings for recovery.
 - (3) Secretary of state. Ensure with the Ohio secretary of state office that each contractor is properly registered to do business.
 - (4) Drug-free safety program. Require proof that each contractor has a valid drug-free safety policy approved by the Ohio bureau of worker's compensation.

- (5) Notice of commencement. Issue a notice of commencement for all projects of any size that involve construction or construction-related work. A copy of the notice shall be sent to all contractors and to all subcontractors of whom the college is aware. The notice shall be posted at the college's website or other publicly visible space.
 - (6) Contract form and time of completion. Use a contract form and include the estimated time for completion of the project.
 - (7) Non-discrimination clause. The contract shall contain the non-discrimination clause provided for in section 153.59 of the Revised Code.
 - (8) Release form. A signed payment release affidavit form from each contractor that affirms payment of prevailing wages and release of all potential lien claims is required before the college can release the final payment to the contractor.
 - (9) Certification of contract completion form. A certified contract completion form from each contractor is required before the college can release the final payment to the contractor.
- (E) Insurance requirements. For projects equal to or greater than ~~fifty~~ two hundred thousand dollars, and for all projects of any size involving demolition, excavation, utility work, hazardous materials, specialized work, or roofing, insurance coverage will be required. Such insurance shall be written by a company or companies authorized to engage in the business of general liability insurance in the state of Ohio with an a.m. best rating of at least "a" or be otherwise approved in writing by the college. Any insurance policy required hereunder shall include an endorsement naming the college and the state of Ohio as additional insured. Coverage amounts are as follows:
- (1) Five hundred thousand dollars on account of bodily injury to or death of one person; and
 - (2) One million dollars on account of bodily injuries or death of more than one person as a result of any one accident or disaster; and
 - (3) Two hundred fifty thousand dollars for property damage in any one accident or disaster.
- (F) Sole source specifications. The college shall follow the state's rules as published by the Ohio facility construction commission regarding the use of sole source specifications, which include but are not limited to the following requirements.
- (1) The performance requirements of a given product cannot be so narrow as to restrict competition. Any component of other manufacturer's or vendor's product which meets the performance requirements of the procurement documents may be considered equally acceptable provided the component is submitted to the architect/engineer as a substitution request prior to the bid opening with sufficient time for the architect/engineer to review, and approve, and to notify all bidders by issuing an addendum.

- (2) Proprietary specifications may call for a particular brand and model to be used. Whenever any product is specified by brand name (such as the manufacturer's or supplier's name or trade name and catalog or model number or name), the intent is to establish a standard of quality which the architect/engineer has determined is necessary. In order to foster competition, the architect/engineer is required to develop specifications such that a minimum of three manufacturers are named. If less than three manufacturers are named, the architect/engineer must submit a waiver request. When the architect/engineer lists components produced by specific manufacturers to denote kind, quality, or performance requirements, the component listed first in the specifications is the basis of design component.
- (3) Note that sole source specifications have the effect of eliminating competitive bidding and the instances in which its use is permitted have been limited. Under some circumstances, the specifications may call for patented materials, articles, or items which may not be offered by two or three manufacturers. An owner has the authorization to include a sole source specification only when it is clearly in the public interest to do so, after carefully considering the serviceability and cost of the material or article for which the contract is made.
- (4) Instances that may support an exception are cases where a specified material must match an existing material in appearance or a system or component must match an existing system or components for functional reasons (such as for hardware keying systems). The specification of a limited number of manufacturers may in some cases be justified in order to achieve specific design intent provided that the value of the specified goods is insignificant in relation to the overall project. In all cases, the scope of work that is covered by a sole source specification should be as minimal as necessary to achieve the intended benefit (such as, lock cylinders instead of door hardware).
- (G) State term purchasing of construction services. Construction services may not be purchased from state term schedules, the inter-university council purchasing group, or other purchasing consortiums for projects with a total project cost greater than one hundred ninety-nine thousand dollars.
- (H) This rule supplements and supports the Owens community college rule 3358:11-1-12 of the Administrative Code (financial standards); rule 3358:11-4-12 of the Administrative Code (purchasing policy); rule 3358:11-4-28 of the Administrative Code (procurement for federal award procedures). College administration shall adhere to the contracting manual provided through the legal services office.
- (I) The treasurer/chief financial officer has the authority to promulgate procedures consistent with this rule.

Promulgated under:	111.15
Statutory authority:	3358.08
Rule amplifies:	3358.08
Prior effective dates:	2/13/2016

History of Reviews

Executive leadership review 1-12-23

Employee feedback period 1-19-23 to 1-26-23

Rationale

The policy was last reviewed in 2016. The proposed revisions align with benchmarked practices at other area colleges and from guidance from the auditor.