

MINUTES OF EMERGENCY MEETING
OF
BOARD OF TRUSTEES
OF
YOUNGSTOWN STATE UNIVERSITY

Tod Hall
Monday, February 17, 2014

Pursuant to notice duly given, an emergency meeting (the three hundred twenty-third) of the Board of Trustees of Youngstown State University convened at 6:10 p.m., on Monday, February 17, 2014, in the Board Room in Tod Hall.

All eleven trustees were present at the meeting, to-wit: Dr. Sudershan K. Garg, chairperson of the board, who presided, Dr. John R. Jakubek, Mr. Harry Meshel, Mrs. Carole S. Weimer, Mr. Leonard D. Schiavone, Ms. Delores E. Crawford, Mr. David C. Deibel, Mr. James B. Greene, Mr. James E. Roberts, Ms. Melissa M. Wasser and Mr. Eric A. Shehadi.

Also present were: Dr. Randy J. Dunn, President of the university; Ms. Holly A. Jacobs, University General Counsel; Ms. Shannon Tirone, Special Assistant to the President and Mr. Franklin S. Bennett, Jr., Secretary to the Board of Trustees. Also present were approximately 20 persons, including deans, members of the faculty, students, administrators, and members of the news media.

ITEM I – PROOF OF NOTICE OF MEETING.

Evidence was available to establish that pursuant to Article II, Section 3 of the board's *Bylaws*; the secretary to the board spoke with all eleven trustees the evening of February 16, 2014, and notified them of the president's request for the emergency meeting.

ITEM II – DISPOSITION OF MINUTES FOR MEETING HELD DECEMBER 18, 2013

The chairperson stated that disposition of the minutes of the board's regular meeting held December 18, 2014 (#322) would be deferred to the next regular meeting of the board of trustees.

ITEM III – EXECUTIVE SESSION

The chairperson recognized Mr. Meshel who moved that the board of trustees enter executive session to consider the appointment, employment, dismissal, discipline, promotion, demotion, and/or compensation of the president of the university. Mrs. Weimer seconded the motion. The chairperson asked the secretary to the board to conduct a roll call vote on the motion, the results of which are as follows (YES being a vote in favor of entering executive session):

Dr. Jakubek	YES	Dr. Garg	YES
Mr. Meshel	YES	Mrs. Weimer	YES
Mr. Schiavone	YES	Ms. Crawford	YES
Mr. Deibel	YES	Mr. Greene	YES
Mr. Roberts	YES		

The vote being unanimous, the chairperson declared the motion carried and the board entered executive session in the Manchester Room at 6:12 p.m. Present in the executive session were the eleven trustees, Dr. Dunn and the secretary to the board. Dr. Dunn departed the executive session at 7:25 p.m. Dr. Dunn returned to the executive session on the request of the board at 8:05 p.m. While in executive session, the board discussed matters pertaining to Dr. Dunn's announcement that he had accepted an appointment as president of Southern Illinois University and his Notice of Termination of *Presidential Employment Agreement* dated February 17, 2014 (attached). The board returned to public session at 8:40 p.m.

ITEM IV – COMMUNICATIONS AND MEMORIALS

The board considered no communications or memorials.

ITEM V – UNFINISHED BUSINESS

The board considered no unfinished business.

ITEM VI – NEW BUSINESS

The board considered no new business.

ITEM VII– CHAIRPERSON'S REMARKS

The chairperson had no remarks.

ITEM VIII – TIME AND PLACE OF UPCOMING REGULAR MEETINGS

Upon motion duly made and seconded, which received the affirmative vote of all trustees present, the trustees resolved to set the following dates and times for the next regular meetings of the board to be held in the Board Room in Tod Hall:

3:00 p.m., Wednesday, March 12, 2014
 3:00 p.m., Wednesday, June 18, 2014
 3:00 p.m., Wednesday, September 24, 2014
 3:00 p.m., Wednesday, December 17, 2014

ITEM IX – ADJOURNMENT

There being no further business to before the board of trustees, and upon motion duly made and seconded, the meeting was duly adjourned by unanimous vote of the trustees at 8:45 p.m.

Chairperson

ATTEST:

Secretary to the Board of Trustees

TO: Chair, Board of Trustees
Youngstown State University
One University Plaza
Youngstown, OH 44555

Office of the General Counsel
Youngstown State University
Tod Hall – Room 312
Youngstown, OH 44555

Randy J. Dunn
2/17/14

FR: Randy J. Dunn, President
RE: Notice of Termination of *Presidential Employment Agreement*
DA: February 17, 2014

Pursuant to Section 16.4 of the referenced document, I am giving the required one hundred eighty (180) day notice of my resignation as President of Youngstown State University, to be effective August 16, 2014.

Per this provision of the *Agreement*, however, I am also requesting the Board of Trustees waive the required 180-day advance written notice of my resignation and permit the effective date of resignation to be June 30, 2014.

Thank you for your support during my tenure at YSU. Ronda and I extend our best wishes to you and the University.