

**MINUTES OF SPECIAL MEETING
OF
BOARD OF TRUSTEES
OF
YOUNGSTOWN STATE UNIVERSITY**

Tod Administration Building
Friday, April 23, 2004

Pursuant to written call by the president, a special meeting (the two hundred forty-seventh) of the Board of Trustees of Youngstown State University convened at 3:00 p.m., April 23, 2004 in the Board Room in Tod Administration Building. The purpose of the call was to consider and take action regarding the hiring of an external auditing firm to perform internal audit services on behalf of the university.

Ten trustees were present at the meeting, to-wit: Dr. Chander M. Kohli, chairperson of the board, who presided, Mr. Joseph S. Nohra, Mr. Larry E. Esterly, Mr. William J. Bresnahan, Dr. H. S. Wang, Mr. John L. Pogue, Mr. Larry D. DeJane, Ms. Millicent S. Counts, Mr. Matthew Pastier and Ms. Charity A. Pappas.

Also present were: Dr. David C. Sweet, President and Franklin S. Bennett, Jr., secretary to the board of trustees. Also present were approximately 10 persons, including deans, members of the faculty, students, administrators, and members of the news media.

The chairperson called the meeting to order. The chairperson stated that Governor Taft had recently appointed Mr. William J. Bresnahan as a trustee of Youngstown State University to fill the unexpired term of the late Charles B. Cushwa III. The chairperson welcomed Mr. Bresnahan to the board of trustees and stated that oath of office would be publicly administered to Mr. Bresnahan at the board's regular meeting in June

ITEM I -PROOF OF NOTICE OF MEETING.

Evidence was available to establish that pursuant to Article II, Section 2, of the board's *Bylaws*; written notice of today's special meeting was timely provided to each of the trustees, the student trustees, and to the president.

ITEM II - DISPOSITION OF MINUTES FOR REGULAR MEETING HELD MARCH 19, 2004.

The chairperson stated that disposition of the minutes of the board's regular meeting held March 19, 2004 would be deferred until the next regular meeting of the board.

ITEM III - REPORT OF THE FINANCE AND FACILITIES COMMITTEE.

1. YSU Information Technology Master Plan.

The chairperson recognized Mr. Esterly, chairperson of the Finance and Facilities Committee, who stated that the committee had today formally received the YSU Information Technology Master Plan. The text of the committee's action is as follows:

Finance and Facilities Committee Action To Formally Receive the YSU Information Technology Master Plan

THAT, the Finance and Facilities Committee formally receives the YSU Information Technology Master Plan, distributed to it at its meeting of 4 March 2004;

THAT, the Committee after diligent study of the Master Plan endorses, in broad principle, the academic and administrative initiatives contained in the plan, beginning with implementation, Spring 2004, of phase one which encompasses vendor selection for, and subsequent implementation of, a business management system, identified in the plan as ERP;

THAT, administration be aware of the high priority assigned by the Committee to the provision of appropriate funding for the implementation of the multiple phases of this plan over the identified timeline, 2004-2007 and beyond;

THAT the Committee recognizes and commends the leadership of President David C. Sweet in establishing the mechanism for the development of this plan and for his support of the technology initiatives contained therein;

THAT the Committee recognizes and commends the members of the Information Technology Master Plan

Advisory and Steering Committees for their diligent labor in the drafting of, and commitment to, this plan; and

THAT those Committee members whose names are listed at page v. of the plan be recognized for their endeavors by formal resolution of the Board at its next regularly scheduled meeting.

2. Resolution to Approve Hiring of an External Auditing Firm for Internal Audit Services.

On behalf of the Finance and Facilities Committee, Mr. Esterly moved the adoption of the following resolution by the board of trustees:

Resolution to Approve Hiring of an External Auditing Firm For Internal Audit Purposes

YR 2004-57

WHEREAS, the Board of Trustees of Youngstown State University recognizes that a significant component of its fiduciary responsibility is to ensure an independent and objective internal audit function; and

WHEREAS, the Finance and Facilities Committee of the Board of Trustees approved a committee resolution to contract with an external auditing firm for internal audit services at its September 24, 2003 meeting; and

WHEREAS, a request for proposals was announced and an evaluation process undertaken; and

WHEREAS, the Audit Subcommittee of the Finance and Facilities Committee reviewed the proposals and interviewed three candidate firms and recommends the firm of Packer Thomas be retained to conduct the University's internal audit services;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees of Youngstown State University does hereby authorize the University to enter into an agreement with Packer Thomas to provide internal audit services at Youngstown State University beginning on May 1, 2004.

Following discussion, the motion received the affirmative vote of all of the trustees and the resolution was declared carried by the chairperson.

ITEM IV - UNFINISHED BUSINESS

The board considered no unfinished business.

ITEM V - NEW BUSINESS

The board considered no new business.

ITEM VI - ADJOURNMENT

Upon motion duly made and seconded, the meeting was duly adjourned by unanimous vote of the trustees at 3:10 p.m.

Chairperson

ATTEST:

Secretary to the Board of Trustees