

THE COOPER UNION FOR THE ADVANCEMENT OF SCIENCE AND ART

Minutes of the Board of Trustees Meeting

August 25, 2015

9:00 AM – 11:00 AM

**Offices of Cleary, Gottlieb, Steen and Hamilton LLP
One Liberty Plaza, 42nd Floor
New York, NY 10006**

APPROVED



LAWRENCE CACCIATORE
SECRETARY TO THE BOARD OF TRUSTEES

Trustees Participating: Richard Lincer (Chair), Nils Folke Anderson, Joseph Dobronyi, Ray Falci (phone), Jeffrey Gural (phone), Jeffrey Hersch (phone), Eric Hirschhorn, Malcolm King, Edgar Mokuvos, Devora Najjar, Kevin Slavin, Robert Tan, Johnny Taylor Jr., Rachel Warren (phone), Jeremy Wertheimer (phone),

Staff Participant: Acting President William Mea (phone, initial portion of meeting only)

Other: Angelo Stio and Barbara Mather (Pepper Hamilton)
Ric Weinberg (Morvillo Abramowitz)

Absences: Robert Bernhard, Elizabeth Diller, Thomas Driscoll

The meeting was called to order at 9:00 AM.

Upon request Acting President Bill Mea reported on Cooper Union's upcoming decennial review by the Middle States Commission on Higher Education. Acting President Mea referred the trustees to the previously distributed draft letter to the Middle States Commission on Higher Education (Att. 1) and requested board's approval to proceed with the request to defer the submission of the Self Study Report by one year. The Board approved the request and authorized Mr. Mea to send the draft letter.

Mr. Mea was excused from the remaining portion of the meeting.

The remainder of the meeting focused on the Consent Decree concerning the litigation. After extensive review and discussion, including briefing by counsel, the Board voted unanimously to authorize the Litigation Committee to finalize the consent decree substantially in the form presented to the meeting and to file a response to the Attorney General's proposed cross-petition joining in the request for *cy pres* relief but noting the strong disagreement of the Board with the assertions and conclusions made by the Attorney General in its cross-petition.

The meeting was adjourned at 10:35 AM.