

KSURSF Board Meeting Minutes
June 16, 2015

Attendees: Ken Harmon, voting member; Charles Amlaner, voting member; Flora Devine, voting member; Mark Anderson, voting member; John Salerno, voting member; John Marshall, non-voting advisor; Anna McCoy, KSURSF accountant (non-voting); Carolyn Elliott-Farino, non-voting secretary.

The meeting was called to order at 2:11 PM.

1. **Approval of minutes of previous meeting, 21 November 2014.** The minutes were approved.
2. **Resolution to accept all SPARC assets and liabilities.** The Board approved a resolution to accept into KSURSF all SPARC assets and liabilities. The resolution is attached.
3. **Resolution to support OWL Radio.** The Board approved a resolution to provide \$500 to support OWL Radio. The resolution is attached.
4. **FY 14 Audit.** There were no audit findings and the Board approved the audit.
5. **FY 16 Budget.** The draft budget was approved and is attached. The Board discussed KSURSF's insurance and suggested that we add libel, copyright infringement, and general IP indemnity insurance. The Board also suggested that we do a gap analysis of KSURSF's insurance needs.
6. **KSURSF and SPARC consolidation update.** Management briefed the Board on the steps it was taking to transfer all SPARC awards to KSURSF. The update is attached.
7. **FY 15 OVPR Pilot/Seed Grant Update.** Charlie Amlaner and Carolyn Elliott-Farino briefed the Board on the internal grant competition to award funding that would enable faculty to attract external funding. The update is attached. We hope to have additional funding in the future that could be used for other research expenses such as start-up funds for new faculty. The OVPR grants are state funds and not managed by KSURSF. KSURSF is a support service and KSURSF funds could leverage the OVPR funds to provide additional support, such as moving expenses.

The Board was interested in the Research Talks! seminar held in May and would be interested in attending future events. One possible idea suggested was for researchers to do three minute elevator speech presentations at a half or whole day event paid for by sponsors. The Graduate College did something similar and it was very successful.
8. **Report of the Chairperson.** Nothing to report.
9. **Reports of other officers and committees.** Nothing to report.
10. **Other new business.** Nothing to report.
11. **Adjournment.** There being no other business, the meeting was adjourned at 3:07 PM.

BOARD OF DIRECTORS

KENNESAW STATE UNIVERSITY RESEARCH AND SERVICE FOUNDATION, INC.

RESOLUTION TO ACCEPT INTO KSURSF ALL SPARC ASSETS AND LIABILITIES

WHEREAS the Board of Regents of the University System of Georgia has voted to consolidate Kennesaw State University and Southern Polytechnic State University into a new university called “Kennesaw State University;”

WHEREAS Southern Polytechnic State University (SPSU) has an affiliated research foundation called SPSU Applied Research Corporation, or SPARC;

WHEREAS the SPARC Board has voted to transfer all SPARC assets to KSURSF;

Now therefore be it resolved that:

The Board of Directors of the Kennesaw State University Research and Service Foundation agrees to accept all SPARC assets and liabilities into KSURSF by transfer, novation agreement, subaward agreement, or any other mechanism that is appropriate for the funding agency that is providing the funds.

16 June 2015

Date of Resolution Approval

BOARD OF DIRECTORS

KENNESAW STATE UNIVERSITY RESEARCH AND SERVICE FOUNDATION, INC.

RESOLUTION FOR KSURSF TO SUPPORT OWL RADIO

WHEREAS Kennesaw State University has a student-run radio station called Owl Radio;

WHEREAS the Board of Directors of the Kennesaw State University Research and Service Foundation recognizes the importance of OWL Radio to the Kennesaw State University community;

WHEREAS support of Owl Radio is part of KSURSF's mission because it constitutes a student group of the institution that KSURSF supports;

Now therefore be it resolved that:

The Board of Directors of the Kennesaw State University Research and Service Foundation agrees to provide \$500 to OWL Radio.

16 June 2015

Date of Resolution Approval

KSURSF MANAGEMENT AND GENERAL BUDGET

	FY 15 Budget	FY 15 Actuals	FY 15 Variance	Proposed FY 16
Revenue				
Sales and Service	0.00	0.00	0.00	0.00
IP Royalties	0.00	676.26	676.26	0.00
Contribution	0.00	0.00	0.00	0.00
Indirects	125,000.00	127,625.68	2,625.68	125,000.00
Interest Income	6,000.00	2,588.71	(3,411.29)	5,000.00
Management Fee	25,000.00	45,430.07	20,430.07	25,000.00
Total Revenue	156,000.00	176,320.72	20,320.72	155,000.00
Expenses				
Accounting Fees	5,000.00	1,002.00	(3,998.00)	2,500.00
Audit & Tax Prep	18,000.00	18,249.40	249.40	20,000.00
IT Services	2,000.00	750.00	(1,250.00)	500.00
Legal Fees (<i>IP Development</i>)	70,000.00	52,628.00	(17,372.00)	70,000.00
Consulting Fees	0.00	87.95	87.95	500.00
Professional Dues & Memberships (<i>UCRF</i>)	1,250.00	99.00	(1,151.00)	1,250.00
Materials & Supplies	1,000.00	1,516.84	516.84	1,500.00
Non Capitalized Equipment and Furniture	10,000.00	13,596.30	3,596.30	1,000.00
Licenses & Permits (<i>SAGE financial software</i>)	1,000.00	0.00	(1,000.00)	500.00
Travel	2,400.00	731.44	(1,668.56)	2,400.00
Catering/Meals (annual faculty grants reception, networking)	3,000.00	3,078.11	78.11	3,500.00
Reimburse KSU Licenses Permits	0.00	0.00	0.00	
KSURSF Indirects	0.00	0.00	0.00	
Management Fee	0.00	0.00	0.00	
Registration Fees (<i>second attendee to UCRF</i>)	750.00	0.00	(750.00)	750.00
Gifts	150.00	202.34	52.34	250.00
Insurance	3,500.00	3,345.00	(155.00)	5,000.00
Miscellaneous	5,000.00	85.96	(4,914.04)	5,000.00
Bank Fees	6,500.00	4,172.59	(2,327.41)	6,500.00
Credit Card Fees	500.00	592.30	92.30	1,000.00
Depreciation	0.00	529.22	529.22	
Total Expenses	130,050.00	100,666.45	(29,383.55)	122,150.00
Increase (Decrease) in Net Assets FY13	25,950.00	75,654.27		32,850.00
Beginning Net Assets	67,702.42	67,702.42		93,652.42
Ending Net Assets	93,652.42	143,356.69		126,502.42

Carolyn Elliott-Farino:
ice machine repair

Carolyn Elliott-Farino:
increased check-writing

Carolyn Elliott-Farino:
3838.72 ice machine
9757.58 office signage

Carolyn Elliott-Farino:
additional 700 expected

Carolyn Elliott-Farino:
paid by SPARC for Russ

Carolyn Elliott-Farino:
anticipate additional coverage need -- professional liability -- no quote yet

KSURSF CONSOLIDATION UPDATE

Changeover from SPARC to KSURSF – Betsy Adams is working on these:

- Department of State (2 awards)
- GDOT – we will do a broad agency agreement
- NRC
- U Cincinnati
- U Tennessee

NSF: KSURSF needs to pass resolution to accept assets and liabilities (required documentation) – then we need to submit a number of documents to NSF:

1. An authenticated copy of the instrument effecting the transfer of assets; e.g., bill of sale, certificate of merger, contract, deed, agreement, or court decree. *Minutes of BOR meeting*
2. A list of all affected awards. *SPARC to prepare*
3. A certified copy of each resolution of the corporate parties' boards of directors authorizing the transfer of assets. *SPARC and KSURSF*
4. The opinion of legal counsel for the transferor and transferee stating that the transfer was properly effected under applicable law and the effective date of transfer. *Check with Flora*
5. An authenticated copy of the transferee's certificate and articles of incorporation, if a corporation was formed for the purpose of receiving the assets involved in performing the Government award. *NA*
6. Evidence of transferee's capability to perform the award. *KSURSF to document this*
7. Balance sheets of the transferor and transferee as of the dates immediately before and after the transfer of assets, certified for accuracy by independent accountants. *SPARC and KSURSF accounts – will need to check on this. Perhaps end of FY 15 books, but audit not ready until August/September. Will need to clarify with NSF how to provide this.*
8. Novation agreement that includes:
 - The transferee assumes all the transferor's obligations under the award(s);
 - 2. The transferor waives all rights under the award against the Government;
 - 3. The transferor guarantees performance of the award by the transferee (a satisfactory performance bond may be accepted instead of the guarantee); and
 - 4. Nothing in the agreement shall relieve the transferor or transferee from compliance with any Federal law.

OVPR GRANTS

FY15

- 31 proposals received
- 1 not eligible (not tenure track faculty)
- 30 proposals reviewed by grant-active multidisciplinary faculty review panel:
 - Ana-Maria Croicu, Mathematics (CSM)
 - Katie Ingram, Exercise Science (WellStar)
 - Charlease Kelly-Jackson, Science Education (Bagwell)
 - Catherine Lewis, MARB and History (MARB)
 - Marcus Marktanner, Conflict Management and Economics (Coles College)
 - Terry Powis, Anthropology (CHSS)
 - John Salerno, Biotechnology and Biology (CSM)
- 10 awards to 11 faculty made in round one (\$100,881)
- 10 awards to 13 faculty made in round two (\$116,735) with additional funding provided by president and provost
- GRAs were also provided to recipients that requested them

Research Talks! Symposium

- Held on 21 May 2015 from 10-3 at KSU Center
- All FY 13 and 14 recipients invited to participate
- 5 faculty volunteered to present their OVPR projects:
 - Michael Van Dyke
 - Marcus Davis
 - Jared Taglialatela
 - Greg Rushton
 - Scott Nowak (unable to attend due to family emergency)
- Small but interested crowd attended
- Lunch provided
- Will repeat next year with lessons learned from this year (larger audience, greater diversity of projects, shorter presentations, poster sessions, etc.)

Previous Awardees

- No report available at the moment, but OR Preaward Assistant Director, Natasha Stark, has been meeting with previous recipients to discuss strategy and proposals