



# THE OFFICE OF LEGAL AFFAIRS



## **Strategic Plan**

The Office of Legal Affairs

The Ohio State University

2012-2017

# Strategic Planning at The Ohio State University

## Supporting Faculty, Students, and the Structures that Foster their Success

Ohio State's future will be defined and driven by an unwavering commitment to our faculty, students and the structures—physical, administrative, curricular, and financial—that will foster their success. Such a commitment is founded in the overarching principles of the institution's vision, mission, values, and core goals.

### VISION

The Ohio State University is the model 21st-century public, land grant, research, urban, community engaged institution.

### MISSION

The University is dedicated to:

- Creating and discovering knowledge to improve the well-being of our state, regional, national and global communities;
- Educating students through a comprehensive array of distinguished academic programs;
- Preparing a diverse student body to be leaders and engaged citizens;
- Fostering a culture of engagement and service.

We understand that diversity and inclusion are essential components of our excellence.

### VALUES

Shared values are the commitments made by the University community in how we conduct our work. At The Ohio State University we value:

- Excellence
- Diversity in people and of ideas
- Inclusion
- Access and affordability
- Innovation
- Collaboration and multidisciplinary endeavor
- Integrity, transparency, and trust

### CORE GOALS

Four institution-wide goals are fundamental to the University's vision, mission and future success:

**Teaching and Learning:** to provide an unsurpassed, student-centered learning experience led by engaged world-class faculty and staff, and enhanced by a globally diverse student body.

**Research and Innovation:** to create distinctive and internationally recognized contributions to the advancement of fundamental knowledge and scholarship and toward solutions of the world's most pressing problems.

**Outreach and Engagement:** to advance a culture of engagement and collaboration involving the exchange of knowledge and resources in a context of reciprocity with the citizens and institutions of Ohio, the nation, and the world.

**Resource Stewardship:** to be an affordable public university, recognized for financial sustainability, unparalleled management of human and physical resources, and operational efficiency and effectiveness.





## Working Together to Meet Ohio State's Evolving Legal Needs

Ohio State's future will be defined and driven by the University's move from excellence to eminence. Making that move requires a strategic vision and a clear path for achieving it.

The Office of Legal Affairs is determined to walk hand-in-hand with the University community to provide clear pathways and engage in strategic problem-solving to help advance this bold agenda.

All of the operations of the Office of Legal Affairs at The Ohio State University, the Gateway Operation, Legal Services at the Wexner Medical Center and the Office of Compliance and Integrity, are focused on providing cutting edge solutions to the University, bounded by the overarching principles of the institution's vision, mission, and values.

### **OLA's Vision**

Our vision is to be recognized as a national model for providing to the University community, prompt, high-quality, proactive legal services and strategic leadership in identifying, preventing and solving legal issues.

### **OLA's Mission**

We exist to advance the mission of the University through highly skilled, professional legal advice to the University Board of Trustees, the University leadership, faculty and student organizations.

### **OLA's Values**

Our values include:

- Excellence
- Collaborating as One University
- Acting with Integrity
- Personal Accountability
- Diversity in People and Ideas
- Change and Innovation
- Simplicity in our Work
- Openness and Trust

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## Letter from the Senior Vice President and General Counsel

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The Office of Legal Affairs (OLA) at The Ohio State University serves our client through problem solving, partnering, and path-finding. We are a dynamic, client-driven, service oriented organization focused strategically and practically on helping the University attain its goals and aspirations. OLA is unique because it is even more than a law office, more than in-house corporate counsel, and more than university legal counsel. OLA works shoulder to shoulder with our world-leading, innovative and transformational client. Our work requires that we are essentially embedded in the various projects, initiatives and issues throughout the University.

More than 50 members of OLA are located among three organizations: The Office of Legal Affairs, the Office of Legal Services at the Wexner Medical Center, and the Office of Compliance and Integrity. Our lawyers and staff work daily to enhance our clients' ability to focus on innovative and creative work while we create, evaluate and apply the legal tools needed to get the job done. Because we represent and work with a 21<sup>st</sup> Century leader among institutions of higher education, OLA itself is on the vanguard of university legal counsel.

Since its inception, OLA has faced and tackled changes and new demands. Over the past twenty years OLA has grown and evolved to meet the increased demands of our clients, to enable the University to take advantage of numerous special and unique opportunities and to create a state of the art atmosphere for compliance and integrity where other universities and learning communities come to find best practices for their own efforts. Attorneys from OLA have been instrumental in the University's most significant achievements over the last twenty years. From the unprecedented century bond issuance this year to the development and marketing of major breakthroughs in cancer research and crop science, OLA attorneys have been instrumental in structuring the deals and creating the pathways for University partners to achieve success, all the while protecting the University's name, reputation and integrity.

OLA has adapted and moved, intentionally so, with the University to focus on creating partnerships, building relationships, and proactively solving problems. With such recent examples as parking monetization and research commercialization, our work is both collaborative and cutting edge. As a result, the vast majority of OLA's work is driven by the shared goals and success of our clients. Our value, in large part, is derived from helping our University and clients achieve their goals, by providing high-quality, proactive legal services to shape the University's rise from excellence to eminence.

We are understandably proud of our unique heritage at the University. As our longest serving General Counsel, I am particularly proud of our work to secure the benefits of legal flexibility and cooperation with the state of Ohio and our sister colleges and universities, which OLA has been a proud partner and leader in achieving.



As you know, the University's first general counsel and one of the University's great leaders and ambassadors, Judge Robert M. Duncan, recently passed away. I am often reminded of an early conversation I had with him in which he shared a question that he would ask himself and others as they would plot the University's course for the future. He would ask whether the decisions they were making were "befitting a great University." To this day, we continue to use Judge Duncan's words as our guidepost in all the work that we do. We hope that as you review our strategic plan for the next five years that you see in it the assistance and security for your own work that we intend to provide as we work together on matters befitting a great University. Thank you for your continued support.

Sincerely,

A handwritten signature in blue ink that reads "Christopher M. Culley". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Christopher M. Culley  
Senior Vice President and General Counsel  
The Office of Legal Affairs

## Overview of the Office of Legal Affairs

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The Office of Legal Affairs (OLA) provides comprehensive legal services to the University by advising the Board of Trustees, University leadership and student leaders on all matters involving the management and operation of the institution, including its affiliated entities. OLA is fundamentally a client-driven enterprise – working to respond to legal needs throughout the University - but we also remain focused on our own organizational objectives. The accomplishments of OLA have always been a combination of both our advice and guidance on clients' sometimes urgent and significant needs, and making progress on the broader University-wide strategic initiatives identified by the Office, or University leadership. Progress in both areas is needed in order to provide the robust, progressive and professional representation to the University to enable the University to achieve success in our challenging national and international environment.

Now entering its 20<sup>th</sup> year, the Office of Legal Affairs functions as a fully integrated and coordinated "law firm" for the University. Organized around four practice groups, the Office of Legal Affairs provides representation to each of the University's 14 colleges, every regional campus, each of the University Extension operations in all of Ohio's 88 counties and to our new international operations in China and India. The Office houses attorneys in four physical locations: the Gateway offices, Bricker Hall, Meiling Hall and the Ackerman Road offices for Legal Services at the Wexner Medical Center. In addition, the Office of Legal Affairs has a presence with the new Office for University Compliance and Integrity.

Each practice area is serviced by a team of attorneys, paralegals and support staff to provide legal services to the University in the broad areas of: 1) Academic and Student Life, 2) Business and Corporate Affairs, 3) Litigation and Employment, and 4) the Health System/ Wexner Medical Center. The scope of work is wide ranging—from the Board of Trustees governance issues to employee union negotiations; from faculty rules to student organizations; from technology licensing to purchase of goods and services; from construction of University facilities to operation of affiliated entities; and from managing litigation to advising on public records and open meetings issues. Indeed, OLA is one of the few University offices whose mission touches every other part of the Ohio State enterprise. OLA is led by Senior Vice President and General Counsel Chris Culley, Associate Vice President and Deputy General Counsel Sandy Anderson, and a leadership team of attorneys who manage the various practice areas. The OLA team has over 500 years of legal experience and covers a wide variety of legal specialties, from real estate and immigration to litigation and contracts; from intellectual property and tax to employee benefits and construction.

OLA also takes advantage of the deep resources available through the Office of the Attorney General of Ohio. By statute, the Ohio Attorney General (OAG) is the chief legal officer for the University, and the Attorney General has ultimate responsibility for rendering legal services to the University and for the selection of counsel to provide representation for the University.

Pursuant to a memorandum of understanding with the OAG, each of the lawyers at OLA carries the designation of Assistant Attorney General in addition to his or her University job title.

Attorney General Mike DeWine's office additionally provides litigation support to the University through attorneys in the various sections of the OAG as well as through Special Counsel, attorneys in private practice who are specially appointed by the OAG to represent Ohio State. Attorneys at OLA manage and interact with counsel in any matter in which Special Counsel or counsel from the OAG is directly assigned. Most Special Counsel costs are borne by the University department or office requesting the legal services. For FY 2012, the Office of Legal Affairs managed a budget of \$11,738,868.48 million dollars in fees to outside counsel for the University's outside counsel budget. The litigation budget remains at about 26% of the outside counsel fees in FY 2012. The University continues to carry approximately 200 active litigation matters; an average that is relatively unchanged in the last three years. In addition, in FY 2012 OLA responded to more than 360 separate public records requests that required legal assistance or intervention without using outside counsel. Finally, the largest portion of outside counsel fees are spent on University intellectual property work, with 29% of those outside counsel dollars being spent for patent work on behalf of University inventors and faculty.

The Office of Legal Affairs has broadened its reach to include the emerging markets where the University has established a global presence. In response to the increasing demand for international scholars and workers, OLA established an immigration practice which is also providing leadership for the University on international legal issues arising the University's new International Gateway operations as well as increasing international collaborative efforts based in the United States. In response to the growing demand for distance education, OLA practice has increased the internal capacity for business and corporate work, including contracting and intellectual property. And in response to the growing collaboration within the local, statewide and national community, OLA has increased its resources for business negotiation and development initiatives.

We are proud of the integrity, professionalism, and expertise of the lawyers and staff of the Office of Legal Affairs. We strive continuously to improve the delivery of services to the University, monitor and reduce costs, and enhance coordination with related public and private agencies, University partners and global communities in order to advance the University strategic vision.

## **Strategic Scan**

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### **The External Environment**

The following are the main external factors that have the potential to influence the decision making and future of the Office of Legal Affairs. Descriptions of each provide the appropriate background information, rationale on how to deal with factors, and the associated challenges and opportunities presented.



*The Decrease in State Support Provided to Institutions of Higher Education*

Nationwide, financial support at the state level for public institutions of higher education has decreased. As found by the Grapevine report, a publication by Illinois State University, financial support to state higher education institutions has decreased overall by 3.8% nationwide. Though Ohio leaders have continued to make higher education funding a priority in budget proposals, higher education institutions have been required to operate with reduced state funding.

As noted by the Ohio Education Association, the Ohio budget for fiscal year 2012-2013 provides approximately \$440 million less in higher education funding over the next two years. This decrease is a combination of the loss of federal stimulus funds and a 10% decrease in overall funding from the state. At the same time, tuition increases for higher education institutions were capped at 3.5%. With a decrease in funds from both the state and national government, the University is challenged to do more with less while continuing to provide a world class education to university students.

Acknowledging the impact of the decrease in state funding on every University department, the Office of Legal Affairs has continuously worked to provide excellent legal counsel to the University community, while maintaining a high level of fiscal responsibility. The Office closely examines its annual budget and has determined how to save costs and maximize the funding received from the University. Moving forward, the Office of Legal Affairs will continue to adapt to budget limitations and strive to provide the University with effective legal counsel.

*Relationship with the Governor's Office and State Legislature*

The Office of Legal Affairs is affected by the dynamic relationship between the University and the state of Ohio. Managing the interactions between University leadership and the leadership of the state of Ohio occupies a significant amount of the general counsel's time and effort; the University is regularly sought out by state officials to comment on, support and lead significant statewide initiatives, like the recent request by Governor Kasich that President Gee chair the newly created commission to recommend a new funding model for higher education in the state of Ohio. Similarly, seeking legislative support for important University initiatives like the Ohio Supercomputer Center, OARNET and the Metro School also requires advocacy on the part of the General Counsel to negotiate sustainable relationships and governance structures that benefit the University and its state partners. Such initiatives require advocacy and a close partnership between the Office of Legal Affairs and the Office of the President in order to serve the interests of the University while maintaining effective relationships with important state officials.

### *Relationship with the Ohio Attorney General & Special Counsel*

The Ohio Attorney General serves as the chief legal officer for the state of Ohio. By statute, the Office of the Ohio Attorney General also provides legal services and counsel for state-supported colleges and universities. Working in conjunction with the Ohio Attorney General's Office, the Office of Legal Affairs represents the University in all legal matters and manages University litigation. All members of the Office of Legal Affairs hold appointments as an Assistant Attorney General in addition to their positions with the University.

Budget cuts and a decrease in state support to the Ohio Attorney General have impacted the operations of the Office of Legal Affairs. For example, in 2012 fiscal year, the Attorney General's Office saw an 8.5% decrease in all funds for a total budget of \$222.6 million and an additional 2.5% decrease during fiscal year 2013. With a decrease in state support to the Ohio Attorney General, the Office of Legal Affairs has had to closely examine its own spending and the availability of shared resources between both legal offices.

Among the areas that the Office of Legal Affairs has faced greatest challenges is the appointment and use of special counsel. By statute, the Ohio Attorney General may appoint special counsel to represent the state in civil and criminal matters. Because of this, the University may request special counsel through the Ohio Attorney General and may refer significant legal matters to and seek the advice of specialized attorneys at other law firms or private counsel. Though the appointment process allows the University to engage outside counsel, the University is also mindful that the funds for special counsel are in many cases regarded as state dollars managed through the state Controlling Board.

An Ohio Bar Association publication entitled the *Economics of Law Practice* found that in 2010 the reported median hourly billing rate for attorneys was \$200 an hour. Though this rate reflects the median, hourly rates for specialized attorneys increases exponentially based on level of experience and expertise. As the University continues to venture into specialized legal areas and business opportunities of a unique and cutting edge nature, the need for specialized legal counsel, often from outside the state of Ohio and frequently at rates much higher than the state Controlling Board is accustomed to approving for other state agencies, is a continuing challenge.

Ensuring that, when needed, the University retains the best, highly-qualified special counsel is one of the primary motivators behind the increased internal legal capacity at OLA. By partnering special counsel with our own internal counsel, who have significant experience with the new and emerging markets that the University has begun to tap, the overall cost of legal services to support the University's bold initiatives can be more

effectively managed. Moving forward, the Office of Legal Affairs will continue to retain quality in-house counsel and engage special counsel, in cooperation with the Ohio Attorney General's Office, to ensure that the legal services received by the University community are of the highest quality.

### *Increased Public Scrutiny of University Actions*

The past several years have given rise to a heightened interest among the public of internal policy activity at the University. Incidents at other universities have caused heightened concern and awareness of the workings of internal University committees tasked with responding to potential threats and actual incidents of campus violence. The work of interdisciplinary committees that ensure compliance with the Clery Act, which requires reporting of campus crime statistics, or address and rectify instances of hate crimes on and near campus have also come under increased public scrutiny. The Office of Legal Affairs serves an important role on all of these teams, as advisor and counselor to the administrators and staff who comprise these teams and whose work is continually assessed and increasingly scrutinized. The increased scrutiny will continue to require the Office of Legal Affairs to be prepared to respond to campus crime and other notable incidents with appropriate skill, candor and advocacy on behalf of the faculty and staff and the institution.

Such work often takes the form of responses to requests for public records. The Office of Legal Affairs directly responded to 275 individual requests for public records in FY 2011, and advised units on hundreds more. One significant matter alone required hundreds of hours of staff time to collect, redact and distribute responsive public records. The volume and complexity of this work has increased commensurate with the heightened public scrutiny of these internal committees and working groups. That realization led the General Counsel to propose the creation of the first ever University Public Records Office to the Board of Trustees. While that office will provide a laboring oar to the work that has been solely the province of the Office of Legal Affairs, the Office will continue to serve as chief advisor to the Public Records Office, and record productions of significance will continue to be a coordinated task between the two offices, so that the best possible representation of the University is assured.

### *Changes and Developments in Legal Practice*

As laws continue to change and develop, the number and complexity of legal issues that the Office of Legal Affairs examines will continue to grow even as the Office works to remain ahead of current trends in litigation and the legal practice. Working to constantly identify issues that will impact and affect the University community, the Office of Legal Affairs acknowledges legal practice areas that present upcoming and ongoing challenges. These legal areas include, but are not limited to, tort reform,

changes to health care law, and an increase in resources for and regulations created by government agencies.

With a large medical center and expanding medical services group, the University has been and will continue to be impacted by reform to tort litigation at the state and national levels. Since implementing this tort reform legislation in 2003, the Ohio Department of Insurance reported that medical malpractice claims decreased by 41% and total payments dropped more than \$100 million from 2005-2010. However, as noted in an April 2012 Columbus Dispatch article, tort litigation remains a continual concern for all doctors and hospitals. With the Wexner Medical Center and other major medical entities affiliated with the University, tort reform has benefited the University, but tort litigation remains common. The Office of Legal Affairs will continue to respond and represent the University against tort claims and, as needed, determine how to adapt to changes and reforms in the law.

Health care and the implementation of health care legislation will also present new challenges for the University. In autumn of 2011, the University employed 36,694 persons, not including student employees. As noted by "Trusteeship Magazine", the College and University Professional Association of Human Resources found that from 2009 to 2010, health insurance costs increased by 6.7% for employee-only coverage and 7% for families, which reflected a rate 2.5 times higher than the rate of inflation. Acknowledging the increased costs that may need to be assumed by universities and university employees, developing an implementation strategy will be crucial for the University as an employer. The University's role as a health care provider will also be affected by the legislative changes. OLA participates on the Medical Center's Value Based Clinical Transformation taskforce, whose work will encompass evaluation of the business structure and financial model for the health care enterprise brought about by the Affordable Care Act. This will be a priority for the Office in the upcoming year.

As resources provided to government agencies have increased, the number of regulations created and investigations opened by these agencies have increased. For example, over the last fifteen years, charges filed by the U.S. Equal Employment Opportunity Commission (EEOC) have increased by nearly 20,000 charges annually. The most notable charge increases are in the areas of national origin and retaliation charges, which have almost doubled during the last fifteen years, and religion charges, which have increased from 1,709 charges during fiscal year 1997 to 4,151 charges during fiscal year 2011. The increase in investigations and charges by government agencies have led to an increase in cases to which the University needs to examine and respond. This requires not only more time from attorneys, but also an increase in resources to ensure that the University thoroughly and promptly responds to agency inquiries. The continued challenge for the Office of Legal Affairs will be to continue to work on an

increased number of government agency initiated cases while acknowledging that time and resources are not unlimited within the Office of Legal Affairs.

Increased governmental oversight is not limited to litigation areas. The U.S. Department of Labor and the Internal Revenue Service are just two agencies who have announced enforcement initiatives in the areas of executive compensation and employee benefits that impact the University and the work of the Office of Legal Affairs. Further, a new emphasis on compliance systems utilized by the University to attract and retain the best and brightest faculty and key leaders will require additional work to interpret, advise and monitor the process for recruiting, hiring and retaining talented individuals at the University.

### *Increasing Complexity of Litigation and Legal Issues*

As technology aids accessibility to higher education resources, the University has continued to create partnerships with persons and organizations across the state, country, and world. These partnerships enable the University to provide students with a world class education, but also will create new challenges for the Office of Legal Affairs.

The availability of distance learning programs, also known as e-learning, is a growing trend in among colleges and universities across the nation and is likely to create legal challenges for the University as more students seek access to e-learning resources. The Sloan Consortium has reported that almost one-third of college students took one or more online courses during the 2010-2011 academic year. The State of Ohio currently facilitates e-learning at the college level through the OhioLearns program. As more students utilize the OhioLearns program and the University continues to strengthen its e-learning resources, anticipating needed steps for full compliance with the Americans with Disabilities Act and other federal legislation will be a priority for the Office of Legal Affairs. However, due to the rapid rate of change of technology, the Office will need to remain apprised of e-learning initiatives at the state and federal level, while ensuring that services provided by the University are accessible to all current and future students. Further, faculty interest in e-textbooks and creation of online based content will predictably create new legal and economic issues for the University in re-examining policy and practice concerning ownership of content. The University will expect to be a leader in these areas and the Office of Legal Affairs will continue to provide support and legal guidance to ensure this expectation is met.

From establishing gateways in China and India to working with the City of Columbus on the removal of the 5<sup>th</sup> Avenue dam, the University has developed partnerships far beyond the traditional campus boundaries. The University also currently partners with organizations ranging from Fortune 500 companies to non-profit organizations to offer teaching, research, and career opportunities for students, faculty, and staff. As

partnerships and collaboration remain a priority for the University, complex contracts involving multiple parties and interests are becoming more common. Through the use of a centralized contract review program, the Office of Legal Affairs has streamlined the contract review process. Moving forward, the Office of Legal Affairs will need to continue to find ways to provide attorneys with technological tools to aid in complex contract review and to connect the Office with other University departments engaged in developing partnerships.

### **The Internal Environment**

The Office of Legal Affairs has shouldered principal or significant responsibility in delivering a series of successful outcomes in business negotiations and organizational changes to the University. Some changes have resulted through litigation results and others through responsive representation of the University in significant and transformational business transactions.

#### *Resources Stewardship*

- Validated the University's interpretation of Ohio law on public records and FERPA issues, setting positive and helpful precedent for the University and all colleges and universities in the country, by successfully defending against ESPN's mandamus action in the Ohio Supreme Court
- Facilitated the successful implementation of University strategies to generate new revenue by leading University groups and providing legal representation for University initiatives, including: developing the Century Bond (\$500M) deal, a first of its kind in higher education in the country; facilitating the \$900M Build America Bond Offering, and the monetization of the University's parking resources, yielding more than \$300M for research, teaching and scholarships for the University
- Enhanced the operational efficiency and effectiveness of the University by providing legal guidance and representation for the 25 year athletics marketing and media rights agreement with IMG College
- Reviewed, negotiated, and provided legal representation and leadership in the University's co-management agreement with Nationwide Arena
- Worked with University clients and Huntington National Bank to secure the transformational commitment of \$25M from Huntington National Bank in our Affinity Agreement, the largest affinity deal in the history of Ohio higher education
- Provided legal representation and leadership in reaching agreements between the regional campuses and co-located two year campuses on cost share arrangements

- Contributed to the operational efficiency and effectiveness of the University by developing and implementing an electronic contract management portal for improved review and tracking of University contracts
- Led and provided legal representation for the successful clinical integration of the Wexner Medical Center clinical service practice groups, The Ohio State University Physicians, Inc. (OSUP), with the Medical Center Faculty Group Practice, comprising more than 2000 physicians
- Forged the first multi-jurisdictional agreement between the OSU Police Department and the City of Columbus Police Department, expanding University law enforcement jurisdiction and allowing OSU Police to take immediate action to prevent crime in the off-campus area
- Advised the successful reorganization of the University boards of trustees and Medical Center boards
- Furthered the University development of a centralized compliance model by providing leadership and legal advice leading to successful creation of the University Office for Compliance and Integrity and hiring of the first University Chief Compliance Officer
- Represented the University in a variety of high profile litigation matters, including Athletics, Student Life and the Medical Center matters, and had a 100% success rate in obtaining immunity for University physicians in medical malpractice cases, resulting in a savings of 3-10% for medical malpractice insurance rates
- Served as interim leadership for the Office of Human Resources and the Office of Technology and Commercialization during completion of searches for new leadership
- Established mutually beneficial partnerships with seven Ohio medical centers by providing advice and counsel to Office of Research for the creation of a master Institutional Review Board Agreement
- Led the successful restatement of alternative retirement plan (ARP) documents and provided legal advice for the revision of ARP legislation to Inter-University Council and Board of Regents on behalf of all institutions of higher education in Ohio
- Sold and closed WOSU-AM radio station for \$2M
- Led and advised negotiation of new life insurance policies with Minnesota Life to provide faculty and staff life insurance coverage
- Developed and implemented Verizon Wireless Distribution System Agreement to enhance cellular service at the University
- Supported the financial sustainability and operational efficiency of the University through the revision of the University printer/copier contract for an estimated \$1.4M annual savings and successfully defended the new agreement through the Court of Appeals

- Negotiated and advised new collective bargaining agreements with CWA, ONA, and FOP
- Led and advised successful response to institutional Title IX audit by U.S. Department of Education's Office for Civil Rights
- Provided legal advice and guidance to revision of Code of Student Conduct and Policy on Responsible Use of University Computing and Network Resources
- Reviewed over 665 contracts, managed over 180 litigation matters and responded to more than 360 public records requests on behalf of University Board of Trustees, faculty, staff and student organizations

### *Teaching & Learning*

- Supported the University core goal of providing an unsurpassed, student-centered learning experience by teaching courses at the Moritz College of Law, Fisher College of Business and John Glenn Institute and contributing to a book chapter for emergency medicine physicians entitled, "Bouncebacks: Medical and Legal" (Anadem Publishing 2011)

### *Research and Innovation*

- Supported the University core goal of enhancing research and innovation by providing legal advice and representation on all aspects of the \$1 billion Medical Center Expansion project, the largest expansion project in the history of the University

### *Outreach and Engagement*

- Furthered the University's goal of establishing mutually beneficial partnerships with citizens of the world by leading and providing legal support for the organization and opening the University's India Gateway Office and conversion the China Gateway Office from Foreign Representative Office to Wholly Foreign Owned Enterprise status
- Obtained permanent residence status (green cards) for more than 35 faculty and staff at the University and their families
- Completed over 250 permanent residence filings with the U.S. Citizenship & Immigration Services and the U.S. Department of Labor for faculty, staff and their dependents
- Led and provided legal representation to the Ohio Environmental Protection Agency Environmental Covenant negotiation for the 5<sup>th</sup> Avenue Dam Project with the City of Columbus, which removed the 5<sup>th</sup> Avenue dam restoring the natural flow and improving overall river water quality of the Olentangy River



The Office of Legal Affairs also has several challenges facing it for coming fiscal year.

- **Increased Need for Space.** Legal Affairs has had to expand its staff in order to meet the growing and diverse legal needs of the University. We have added full time assistance in the international/immigration practice and have added several attorneys in the business practices group to provide assistance to the Arthur G. James Cancer Hospital and Richard J. Solove Research Institute, the Office of Business and Finance, the Office of the Treasurer and the Office of Institutional Investments and the Office of Technology and Commercialization, in addition to adding staff to support the Senior Vice President and General Counsel in his project management role. Support staff and equipment needs accompany these additional professional hires and have led to a need for additional space. In addition, the creation of the Office of Compliance and Integrity and the Office for Public Records will require additional support from the Office of Legal Affairs and create needs for additional space for support and professional staff in OLA.
- **Technology Support.** The Office of Legal Affairs is a data heavy operation. All of the attorneys, paralegals and support staff rely on access to electronic information on a daily basis to perform even the most routine tasks. Importantly, capabilities for teleconferencing nationally and internationally are increasingly required to successfully execute many of the complex transactions in which the University engages. The Office of Legal Affairs needs to enhance its web presence and capability to interface with our University clients, colleagues and business partners in this advanced electronic marketplace.
- **New University Office of Compliance and Integrity.** This newest University - wide office will report to the Senior Vice President and General Counsel, as well as the Senior Vice President for Business and Finance. The office will require new coordination and leadership from the Office of Legal Affairs to ensure that it establishes a comprehensive plan for action and to create a world-class compliance operation for the University.
- **State Retirement System Changes.** The new legislative changes to the state of Ohio's public employee retirement systems present a challenge for the Office of Legal Affairs to advise the Office of Human Resources on the options for employees and for the health and retirement plans provided by the University. Increased regulation in this area coupled with the expected high volume of retirees will create a predictable yet significant workload for the Office in order to guide the University and its units through this transition.
- **Construction Reform/University Construction Program.** The Office of Legal Affairs assisted in the creation of construction management legislation, which is one of many new management tools available for University construction projects. However, the scope and management of the new tools will present a

challenge in management of resources and expectations for the Office of Legal Affairs.

- **University Wellness Program.** The University has embarked upon a bold new initiative to make Ohio State the healthiest university community in the world. The ability to legally implement numerous initiatives under this Wellness Program umbrella will provide new challenges for the Office of Legal Affairs.
- **OHR Transition.** The Office of Human Resources is in the midst of an aggressive reorganization to consolidate and streamline its operations. This transition creates pressure on the Office of Legal Affairs to enhance its effectiveness in advising leadership within OHR and to manage compliance issues with a minimum of external interference.
- **PACT/OSU East Initiative.** The Office of the President has tasked the Senior Vice President and General Counsel with leadership of this key University outreach initiative. The cooperative work the University along with the City of Columbus and the Columbus Metropolitan Housing Authority is new, exciting and increasingly complex. The challenge of bringing the disparate parties to the table to create a working and efficient governance model for the initiative and to enable it to prove effective for the University is a significant effort for the Office of Legal Affairs this year.
- **East of High/North Campus Residence Hall Project.** The north residence hall construction and collaboration project is a key focus for the University over the next 5 years and will be a challenge for the Office of Legal Affairs.
- **Unified University Email System.** The Office of Information Technology is moving the University towards a single email system. This is an extremely important change for the University and will present challenges for the Office in its management of responses to public records requests and in its responses to litigation and litigation related document and email requests.
- **Integration of Legal Staff.** Currently, legal staff at the University is not fully integrated. In addition to having different office spaces, the Medical Center legal staff is organizationally separate from OLA and does not share a common electronic document management system. This separation creates numerous issues of coordination and will be a challenge moving forward for the Office of Legal Affairs.

## **Succeeding in Our Strategic Focus Areas**

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Moving forward, OLA will focus on the four core University goals to shape our direction: Excellence in Teaching and Learning, Leadership in Research and Innovation, Leadership in Outreach and Engagement and Resource Stewardship. Accomplishing the strategic initiatives tied to each of these areas will enable the OLA to maximize our opportunities and strengths and address the challenges discussed in the Strategic Scan, above. It is important to note, however, that OLA faces unique challenges when describing its efforts in terms of the four university

imperatives. Our work, unlike any other University unit, is driven by the work and needs of other University units, our clients. Because of this, a full measure of our Office's achievements includes the successful achievement of goals and metrics of our clients. To the extent that OLA manages and initiates programs of its own discretion, they are managed in accordance with the University's core principles. We have attempted here to discuss the portions of our work that OLA can focus and control in accordance with the University's objectives. The focus areas described below are aligned with the University's core goals in that every focus area supports or enhances the overall University effort in achieving eminence in each of the University's core goal areas.

**1. Teaching and Learning**

- a. **University Goal:** Provide an unsurpassed, student-centered learning experience led by engaged, world-class faculty, and enhanced by a globally diverse student body.
- b. **OLA Strategic Goal:**
  - i. Facilitate the University's ability to increase the number of tenure track faculty, and to continue to recruit world-class physicians and other key leaders by providing legal advice regarding recruitment, selection and retention of such leaders and by drafting employment agreements for key faculty, physicians and key leaders.
    - 1. **OLA Strategic Focus Area:** Reduce the overall time for the Office of Legal Affairs employment agreement review by 10% through increased collaboration with University departments and streamlining internal processes.
      - a. The Office will enhance client connectivity by continuing to enhance the Contract Portal and expanding its usage to other areas of contract or work flow delivery such as employment agreements.
      - b. The office will enhance its website to provide increased flexibility for clients to access basic legal information, documents and forms as well as basic training in certain areas of law.
      - c. The office will enhance its capacity for online and other telecommunications connectivity with clients, colleagues and counsel through enhanced technology capability within the Office.
    - 2. **OLA Strategic Focus Area:** Develop a process to create and review employment agreements for tenure track faculty by collaboration with the Office of Academic Affairs and the Office of Human Resources to reduce the time required to review faculty employment agreements by 15% over the next three years.
      - a. Continue to enhance Contract Portal.

- b. Create a cross-disciplinary team for faculty employment agreements between the Office of Human Resources, OLA and OAA.
- 3. **OLA Strategic Focus Area:** Develop a system for tracking executive compensation and benefits for all key faculty, physicians and other key leaders in conjunction with the Office of Human Resources for implementation in the next two years.
  - a. Continue to enhance the Contract Portal.
  - b. Collaborate with OIT to create tracking mechanism for executive compensation and benefits.

## 2. **Research & Innovation**

- a. **University Goal:** Create distinctive and internationally recognized contributions to the advancement of fundamental knowledge and scholarship and to the solutions of the world’s most pressing problems.
- b. **OLA Strategic Goal:**
  - i. Identify opportunities to initiate, participate in, and lead project teams that develop and implement systems to increase University-wide efficiencies, including the development of public-private partnerships to generate new sources of revenue for the University.
    - 1. **OLA Strategic Focus Area:** Increase participation in the Contract Portal.
      - a. Pilot Portal use with one additional department over the next year.
      - b. Expand Contract Portal program to include the tracking of patent applications and patents filed by the University.
    - 2. **OLA Strategic Focus Area:** Support the development of the Ohio State Innovation Foundation by providing legal services to aid in the investment and creation of the platform to support the University’s commercial efforts.
    - 3. **OLA Strategic Focus Areas:** Partner with other units on campus for a minimum of five projects over the next five years designed to produce new revenue, with a focus on efforts involving affinity arrangements, commercialization, procurement savings, and streamlining savings.

## 3. **Outreach & Engagement**

- a. **University Goal:** Establish mutually beneficial partnerships with the citizens and institutions of Ohio, the nation, and the world so that our communities are actively engaged in the exciting work of The Ohio State University.
- b. **OLA Strategic Goal:**

- i. As the University becomes a preeminent global University, the Office of Legal Affairs will continue to facilitate the building of international partnerships by providing legal support and taking leadership roles in the development of current and future University global initiatives.
  1. **OLA Strategic Focus Area:** Analyze the process for the development of the China and India Global Gateways to create procedures that address the legal needs of future Gateway offices, including identifying how the Office of Legal Affairs can decrease the review time for international agreements.
- ii. As the University continues its role as a force for economic empowerment and growth within central Ohio and the state of Ohio in general, the Office of Legal Affairs will continue to facilitate the building of local and statewide partnerships by providing legal support and taking leadership roles in the development of current and future University Ohio initiatives.
  1. **OLA Strategic Focus Area:** Provide a significant resource to the University and the Board to enhance important relationships among state leaders in order to facilitate and advance important University initiatives.
    - a. The Senior Vice President and General Counsel will, along with his leadership team, enhance engagement at the local and state levels in support of new and continuing University efforts at commercialization, globalization, ecommerce and research leadership.
    - b. The Office will deploy its resources to enhance and maintain a productive and effective relationship with the Office of the Ohio Attorney General, the Governor's Office and the Ohio Board of Regents.
    - c. The Office will support attorneys taking leadership positions with state and practice-related organizations in order to take best advantage of those resources for and to enhance the reputation of the University.
  2. **OLA Strategic Focus Area:** Provide a reliable resource to the University and University leadership in order to facilitate and lead important University initiatives.
    - a. City of Columbus PACT Initiative.
      - i. The Senior Vice President and General Counsel will provide primary leadership for this University initiative and will charge members of the Office of Legal Affairs to provide legal counsel to the initiative and to provide leadership in developing a management model for the initiative.

- b. Campus Partners.
  - i. The Office of Legal Affairs will collaborate with Campus Partners and internal interested clients regarding the future mission of this important University partner.
- c. Higher Education.
  - i. The Office will continue its collaborative relationship with the IUC and the Board of Regents to provide leadership to those organizations on behalf of the University and to assist and advise the University and leadership regarding important higher education initiatives within the state of Ohio and the region and nation.

#### **4. Resource Stewardship**

- a. **University Goal:** Become the model for an affordable public university recognized for financial sustainability, unsurpassed management of human and physical resources, and operational efficiency.
- b. **OLA Strategic Goal:**
  - i. Identify further opportunities to enhance the Office of Legal Affairs' communications with clients and position ourselves for additional improvements in legal service delivery based on our University clients' evolving legal needs.
    - 1. **OLA Strategic Focus Area:** Develop and implement a University client service rating to ensure that quality, sound, and timely legal services are provided to clients.
      - a. Identify and develop a client service rating system during year one to create a baseline rating for use during years two through five with the goal of continually increasing client satisfaction rating on an annual basis.
    - 2. **OLA Strategic Focus Area:** Conduct an internal survey of attorneys and staff to determine Office needs and potential areas for improvement.
      - a. Collaborate with the Office of Human Resources to deploy a staff survey within the Office.
    - 3. **OLA Strategic Focus Area:** Develop a comprehensive Office of Legal Affairs website providing important resources and necessary information for University clients to increase the number of unique users by 30% annually.
    - 4. **OLA Strategic Focus Area:** Inventory current Office of Legal Affairs e-Discovery practices, including the development of a unified email retention system, and to streamline and increase the Office

- of Legal Affairs usage of e-Discovery processes by 25% over the next five years.
- a. Collaborate with OIT to deploy the University-wide email system while managing e-discovery and public records issues.
  - b. Collaborate with OIT to implement state of the art e-discovery practices.
  - c. Collaborate with OIT and Office of Compliance and Integrity to implement state of the art public records office.
5. **OLA Strategic Focus Area:** Organize and inventory areas of expertise offered by Office of Legal Affairs attorneys to University clients to determine where gaps may exist given other unit's strategic priorities; identify new internal staffing needs or outside counsel budget to support those gaps.
  6. **OLA Strategic Focus Area:** Assess the current usage of outside counsel and determine if the outside counsel budget can be reduced by 10% over the next five years and whether staffing needs to be increased in the Office of Legal Affairs over that same time period.
  7. **OLA Strategic Focus Area:** More proactively promote the work of the Office of Legal Affairs and its successes in protecting the University and its interests through more regular reporting to the Board of Trustees, President, Provost, and Senior leadership.
- ii. Identify opportunities to enhance client knowledge of legal risk and exposure to affect litigation by reducing matters in court and by increasing likelihood of success in litigation matters.
    1. **OLA Strategic Focus Area:** Inventory current legal education presentations and opportunities offered by the Office of Legal Affairs to determine where additional opportunities for outreach and education exist with goal to develop two additional trainings annually for University clients.
      - a. Continue to provide ethics training to the new members of the Board of Trustees and the Medical Center boards.
      - b. Collaborate with Compliance and Integrity to provide public records training to University units.
      - c. Continue to provide Employment law training to University leaders and Office of Human Resources Business Partners.
      - d. Provide Employee benefits training to OHR Business Partners and senior staff.
      - e. Continue to provide Public Safety training to senior staff of Public Safety and to University Police Department.

- f. Continue to provide NCAA/Title IX training to Athletics personnel.
  - g. Continue to host Special Counsel conference; provides training to special counsel on handling matters for the University.
  - h. Continue to host Affiliated Entities Summit.
  - i. Continue to provide legal training to Medical Center staff and faculty.
  - j. Evaluate effectiveness of current training opportunities and consider enhancements to the current training schedule.
- 2. **OLA Strategic Focus Area:** Conduct a feasibility study examining the development of a new litigation funding model based upon charging central fee to the University for legal services.
- 3. **OLA Strategic Focus Area:** Develop a baseline percentage for the number of cases resolved short of litigation, either through mediation or other pre-litigation activity and the success of cases in litigation, and seek to increase the number of cases resolved short of litigation by 5% annually.
- 4. **OLA Strategic Focus Area:** Develop a litigation report for University clients to review on an annual basis, which includes annual areas of potential and actual litigation, actual litigation outcomes; pilot the report process with ten University clients over the next two years and, based upon the report, work to develop action plans to reduce the client’s risk of future litigation.
- c. **OLA Strategic Goal:** Lead the creation of the University’s new Office for Compliance and Integrity.
  - i. **OLA Strategic Focus Area:** Implement the new Office for Compliance and Integrity.
    - 1. The Senior Vice President and General Counsel will co-lead the development and implementation of the University Office for Compliance and Integrity.
    - 2. Attorneys in the Office will support the development of the Office and implementation of the University-wide compliance initiative.
    - 3. The Office will enhance the University’s response to Clery Act and Title IX issues and challenges by leading the creation of and assisting with the implementation of the University Title IX/Clery Coordinator within the Office of Compliance and Integrity.
  - ii. **OLA Strategic Focus Area:** Improve the University’s ability to respond to significant public records requests.
    - 1. The Office will create greater centralization and streamlining of public records requests through leadership of the creation and



implementation of the Public Records Office within the Office of Compliance and Integrity.

- d. **OLA Strategic Goal**: Enhance the support of the staff in the Office to achieve maximum effectiveness.
  - i. The Office will add professional and support staff to enhance the coverage for critical legal needs in real estate and medical center affairs.
  - ii. The Office will continue to enhance diversity within the University by setting goals for inclusive searches for all open positions.
  - iii. The Office will continue to hold an annual retreat based upon a culture effort to continue to embrace the One University concept and the University values.
  - iv. The Office will work with the Office of Human Resources to evaluate its structure and leadership organization with a focus on alignment of the three offices within OLA: Legal Services at the Wexner Medical Center, The Office of Compliance and Integrity and the Gateway Office of Legal Affairs. The Office will support a leadership development program for attorneys and paralegals within the combined offices.
  - v. The Office will undertake a compensation audit to evaluate appropriate staffing, classification and compensation levels for the staff of the combined offices.
- e. **OLA Strategic Goal**: Maximize fiscal accountability and increase reliance on University systems and initiatives to improve efficiency.
  - i. The Office will continue its transition to the business center for office operations.
  - ii. The Office will work with the Center and the Office of the Attorney General to smooth and regularize the transmission and payment of legal bills and expert fees.
  - iii. The office will continue its support of Pelotonia and enhance its overall Advancement profile by engaging with the new Advancement office to explore additional permissible sources of support for Office activity.
  - iv. The Office will implement its strategic initiatives regarding litigation management to enhance management of expenses for outside counsel and to improve the University's resistance to litigation in general.
  - v. The Office will implement its strategic initiatives regarding the expansion of the use of its Contract Portal to enhance efficiency in review and execution of contracts.

## Tracking Our Performance

Completed Excel scorecards (provided by the Office of Institutional Research and Planning) for Teaching and Learning; Research and Innovation; Outreach and Engagement; and Resource Stewardship.

Teaching & Learning Scorecard							
University Goal: Provide an unsurpassed, student-centered learning experience led by engaged, world-class faculty, and enhanced by a globally diverse student body.							
Focus Area	Metric	2012 Baseline	2013	2014	2015	2016 Target	Progress
World-class faculty	Employment Agreement Review Time						
World-class faculty	Tenure Track Faculty Employment Contract Review Time						
World-class faculty	Executive Compensation and Benefits Tracking						

Progress Legend:

Progressed toward target



Stayed the same



Regressed from target



### Research & Innovation Scorecard

University Goal: Create distinctive and internationally recognized contributions to the advancement of

fundamental knowledge and scholarship and to the solutions of the world's most pressing problems.							
Focus Area	Metric	2012	2013	2014	2015	2016	Progress
		Baseline				Target	
Productivity	Contract Portal Usage & Expansion						
Productivity	OSIF Development						
Productivity	Creation of New Revenue						

Progress Legend:

Progressed toward target

Stayed the same

Regressed from target



Outreach & Engagement Scorecard							
University Goal: Establish mutually beneficial partnerships with the citizens and institutions of Ohio, the nation, and the world so that our communities are actively engaged in the exciting work of The Ohio State University							
Focus Area	Metric	2012	2013	2014	2015	2016	Progress
		Baseline				Target	
Outreach Programs & Awareness	Procedures for Development of Global Gateway Offices						

Progress Legend:

Progressed toward target

Stayed the same

Regressed from target



Resource Stewardship Scorecard							
University Goal: Become the model for an affordable public university recognized for financial sustainability, unsurpassed management of human and physical resources, and operational efficiency.							
Focus Area	Metric	2012 Baseline	2013	2014	2015	2016 Target	Progress
Resources- People	Client Service Rating						
Resources- People	Internal Climate Survey						
Resources- People	Expertise Inventory						
Resources- People	Examine Reduction in Outside Counsel Budget						
Resources- People	Promotion of Office Work to University						
Resources- People	Increase Trainings Offered						
Resources- People	Litigation & Annual Risk Reporting						
Resources- Dollars	Funding Model Study						
Resources- Dollars	Resolution of Cases Short of Litigation						
Resources- Technology	Increase in Unique Website Users						
Resources- Technology	Increase e-Discovery Usage						

Progress Legend:

Progressed toward target

Stayed the same

Regressed from target

