Ohio | Board of Regents

Ted Strickland, Governor
Eric D. Fingerhut, Chancellor

University System of Ohio

DIRECTIVE 2009-024
July 29, 2009

RE: A JOINT USE AGREEMENT BETWEEN KENT STATE UNIVERSITY AND UNIVERSITY HOSPITALS GEAUGA MEDICAL CENTER.

H.B. 562 includes a specific capital appropriation of $1,000,000 to Kent State University for capital improvements to the University Hospitals Geauga Medical Center. The University Hospitals Geauga Medical Center will own and operate the facility that will receive state capital funds.

The Ohio Board of Regents' Rule 3333-1-03 requires that a joint use agreement between the institution for which funds are appropriated and the organization which will own or lease and operate facilities to be constructed or improved with such funds must be approved by the Chancellor. Kent State University and University Hospitals Geauga Medical Center presented a joint use agreement for approval.

The agreement conforms to Ohio Administrative Code as follows –

- The format of the agreement is appropriate
- The commitment extends no less than fifteen years
- The value of use to Ohio higher education institutions is reasonably related to the amount of the appropriation

Agency staff reviewed the agreement and posted its recommendations to the Regents' web site for purposes of providing a period of public comment before final approval by the Chancellor. The materials posted for comment and the joint use agreement are attached to this document.

Based on my review of staff recommendations, I hereby approve the Joint Use Agreement between Kent State University and University Hospitals Geauga Medical Center.

This directive will take effect immediately.

Eric D. Fingerhut
Chancellor, Ohio Board of Regents

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Joint Use Agreement between Kent State University and University Hospitals Geauga Medical Center

BACKGROUND

H.B. 562 includes a specific capital appropriation of $1,000,000 to Kent State University for the University Hospitals Geauga Medical Center project. University Hospitals Geauga Medical Center owns the facility to receive state capital funds. As required by Ohio Administrative Code section 3333-1-03, Kent State University submitted a Joint Use Agreement for consideration and approval by the Chancellor.

State funds will support improvements to the Medical Center at 13207 Ravenna Road, Chardon, Ohio.

REVIEW

Throughout the entire term of the agreement, University Hospitals Geauga Medical Center will provide the following to the University and other state institutions of higher education –

1) Nursing students' practicum; Costs associated with UHGMC staff registered nurses providing one on one training for nursing students at UHGMC;
2) Kent State clinical nursing students; Costs attributed to providing clinical training for nursing students specifically from Kent State;
3) Lakeland & Hiram 2 S Nursing Students; Students specifically assigned only to the area in question. Student nurse groups from Lakeland Community College and Hiram College complete clinical rotations on 2 S;
4) Occupational therapy students; Internship opportunities for occupational therapy students from Kent State, Cleveland State, and University of Findley;
5) Kent State physical therapy students; Internship opportunities for physical therapy students specifically from Kent State.

The agreement conforms to Ohio Administrative Code as follows –

- The format of the agreement is appropriate
- The commitment extends no less than fifteen years
- The value of use to Ohio higher education institutions is reasonably related to the amount of the appropriation

RECOMMENDATION

Staff recommends Chancellor approval of the Joint Use Agreement between Kent State University and University Hospitals Geauga Medical Center.

Joint Use Agreement Worksheet

The Ohio Board of Regents

April, 2005

Direction: The purpose of this worksheet is to enable a campus to demonstrate how the value of the uses that will be derived from a Joint Use Agreement is reasonably related to the value of the state capital appropriation made to the partner entity. Section I is to be filled out by the staff of the Board of Regents. Sections II and III are to be filled out by the partner campus. Example: A campus wishes to enter into a Joint Use Agreement with a 501(C)(3) entity for a state appropriation of $5,000,000. The annual debt service paid by the state on this appropriation is about $390,000 per year, for 20 years. To demonstrate that the value of the uses of the facility is reasonably related to the state appropriation, the sum of the campus' educational uses of the facility should roughly equal $390,000 per year for 20 years.

Section I: State appropriation information.

1. Amount of state appropriation provided: $1,000,000
2. Estimated annual debt service on the appropriation: $76,876
3. Term of the state bond, in years: 20 years

Section II: Estimated value of use of the facility.

Use(s) of the facility*	Annual value of use	# of years
a. Nursing students practicum with preceptor	$49,530	15
b. Kent State Clinical nursing students	$6,220	15
c. Lakeland & Hiram nursing students 2S	$4,936	15
d. All schools occupational therapy students	$46,219	15
e. Kent State physical therapy students	$10,643	15

(* List additional uses on separate page as needed.)

Section III:

On a separate page, explain how each use listed in Section II was valued for this analysis.

Joint Usage Agreement Worksheet
Section III

For the purposes of this analysis, the expenses below are associated with educational programs provided by University Hospitals Geauga Medical Center which utilize the designated area of capital improvement at University Geauga Medical Center (UH GMC). Some programs are more focused on the "Medical/Surgical" or 2 South (2S) areas where the physical capital improvement will be done than others. There are many other educational programs that may have some peripheral use of the Medical/Surgical area; however we only listed those who will have the most usage of the area.

a). Nursing students practicum; $49, 530; Costs associated with UH GMC staff registered nurses providing one on one training for nursing students at UH GMC. A practicum experience is completed in the final year of nursing school prior to graduation. The preceptor nurses assume clinical responsibility for a specific nursing student to provide a rich learning experience for the students by training them through direct patient care. The preceptor nurses observe, teach, demonstrate, and engage the student in critical thinking about patient care and nursing interventions.

b). Kent State clinical nursing students $6,220; costs attributed to providing clinical training for nursing students specifically from Kent state. The nurses on 2 South enrich the learning experience of student groups by modeling the role of the professional nurse, inviting students to observe them when completing patient care, communicating significant patient care information to the student, and along with the instructor providing feedback to the student regarding patient care provided.

c). Lakeland & Hiram 2 S Nursing Students; $4,936; students specifically assigned only to the area in question. Student nurse groups from Lakeland Community College and Hiram College complete clinical rotations on 2 S. The nurses on 2 South provide learning opportunities for the students in the clinical setting by encouraging the student nurse to observe them completing care, helping them understand significant clinical information and providing feedback to the student regarding patient care provided.

d). Occupational therapy students; $46,219; occupational therapy students from Kent State, Cleveland State, and University of Findley. The Occupational Therapy department provides internship experience for students from the schools mentioned. The Occupational Therapist facilitates learning with the individual student by discussing patient care information, reviewing the care plan and patient interventions, and teaching the student how to care for the patient. The assigned therapist is responsible for the learning experience as well as providing feedback to the student and the school.

e). Kent State physical therapy students; $10,643; Physical therapy students specifically from Kent State. Students from Kent State University's Physical Therapy Program complete an internship in the Physical Therapy Department at UH GMC. The UH GMC Physical Therapist identifies and directs learning opportunities for the intern. The Physical Therapist is responsible for meeting identified learning objectives and providing feedback to the student and the school.

JOINT USE AGREEMENT ANALYSIS

Institutions Involved Kent State University/University Hospitals Geauga Medical Center

Project Title 2 South Improvements

Capital Bill HB 562 Item C270B1 University Hospitals Geauga Medical Center

Yes 1. Is the facility to be built/improved identified specifically by address or location?

Yes 2. Does the non-profit organization now own the property or have a long term lease? If not, when will it control the property?

Yes 3. Does the agreement provide for use of the facility for at least 15 years from the time that it is ready for occupancy?

Yes 4. If the agreement is terminated, is there a pro rata reimbursement clause? Is the reimbursement formula correct?

Yes 5. Will funds be used only for capital improvements and not operating costs?

Yes 6. Will the non-profit hold the institution harmless for all operation/maintenance costs?

Yes 7. Will the non-profit comply with federal, state and local laws and rules?

Yes 8. Is the non-profit required to competitively bid as outlined generally in ORC Chapter 153 (published ads, sealed bids, public opening, award to lowest responsive and responsible bidder, etc.)?

Yes 9. Does the contract provide for a 1.5% administrative fee for the institution?

Yes 10. Does the agreement require that amendments be approved by the Chancellor of the Board of Regents?

Yes 11. Is a drawdown schedule or payment procedure included?

Yes 12. Are the extent and nature of spaces and uses adequately described?

Yes 13. Are the terms and conditions of use of the facility described?

Yes 14. **Has the institution demonstrated that the value of the use of the facility is reasonably related to the amount of the appropriation? (See attached worksheet)**

Yes 15. Is the facility insured?

JOINT USE AGREEMENT

This JOINT USE AGREEMENT (AGREEMENT) made and entered into by KENT STATE UNIVERSITY (UNIVERSITY) and UNIVERSITY HOSPITALS GEAUGA MEDICAL CENTER (UHGMC).

WITNESSETH:

WHEREAS, the Kent State University (hereinafter referred to as University) and University Hospitals Geauga Medical Center (hereinafter referred to as UHGMC) located at 13207 Ravenna Road, Chardon, Ohio mutually intend to enhance their educational/professional relationship to share services and education opportunities as well as mutual benefits that the University and UHGMC can derive by joint collaboration through this Agreement.

WHEREAS, the Chancellor of the Ohio Board of Regents (hereinafter referred to as "Chancellor") has concluded that the value of the use of equipment and resources by the University and state institutions of higher education (for the purpose of this agreement, "Institutions") as provided in this agreement is reasonable related to the amount of the funds.

WHEREAS, The General Assembly has enacted House Bill No. 562 passed by the 127th General Assembly which includes specific appropriations of capital improvement resources directed to the University for the use and further enhancement of UHGMC educational and medical programs in cooperation with the UNIVERSITY in the sum of One Million Dollars ($1,000,000).

WHEREAS, the UNIVERSITY will submit to the Chancellor request for the release of the (funds) appropriations herein identified which will be used by UHGMC for certain capital improvements at the Medical/Surgical or 2 South (2S) areas of the hospital.

WHEREAS, in consideration of the UNIVERSITY's assistance in the release of the above mentioned appropriations and in accordance with the requirements of House Bill No. 562 passed by the 127th General Assembly UHGMC desires to enter into a joint use agreement with the UNIVERSITY under the terms set forth herein.

WHEREAS, the UNIVERSITY has concluded that the value of the use and services of UHGMC by the UNIVERSITY, other state institutions of higher education and community colleges as provided in the Agreement is reasonably related to the amount of the appropriations and the terms of use are more favorable to the UNIVERSITY than to others.

Now, therefore, it is mutually agreed by and between the UNIVERSITY and UHCMC as follows:

1) UHCMC shall annually make available to the UNIVERSITY various student practicums, clinical experience and training, occupational therapy internships, physical therapy internships and other medical services educational experience, training internship, etc.

2) UHGMC and the UNIVERSITY shall collaboratively work together to program student education and training at various UHGMC hospitals as follows:

   a) Nursing students' practicum; Costs associated with UHGMC staff registered nurses providing one on one training for nursing students at UHGMC. A practicum experience is completed in the final year of nursing school prior to graduation. The preceptor nurses assume clinical responsibility for a specific nursing student to provide a rich learning experience for the students by training them through direct patient care. The preceptor nurses observe, teach, demonstrate, and engage the student in critical thinking about patient care and nursing interventions.

   b) Kent State clinical nursing students; Costs attributed to providing clinical training for nursing students specifically from Kent State. The nurses on 2 South enrich the learning experience of student groups by modeling the role of the professional nurse, inviting students to observe them when completing patient care, communicating significant patient care information to the student, and along with the instructor providing feedback to the student regarding patient care provided.

   c) Lakeland & Hiram 2 S Nursing Students; Students specifically assigned only to the area in question. Student nurse groups from Lakeland Community College and Hiram College complete clinical rotations on 2 S. The nurses on 2 South provide learning opportunities for the students in the clinical setting by encouraging the student nurse to observe them completing care, helping them understand significant clinical information and providing feedback to the student regarding patient care provided.

   d) Occupational therapy students; Occupational therapy students from Kent State, Cleveland State, and University of Findley. The Occupational Therapy department provides internship experience for students from the schools mentioned. The Occupational Therapist facilitates learning with the individual student by discussing patient care information, reviewing the care plan and patient interventions, and teaching the student how to care for the patient. The assigned therapist is responsible for the learning experience as well as providing feedback to the student and the school.

   e) Kent State physical therapy students; Physical therapy students specifically from Kent State. Students from Kent State University's Physical Therapy Program complete an internship in the Physical Therapy Department at UHGMC. The UHGMC Physical Therapist identifies and directs learning opportunities for the intern. The Physical Therapist is responsible for meeting identified learning objectives and providing feedback to the student and the school.

3) The potential value of such access over the term of this agreement as expressed in support of the pass through of the $1,000,000 value capital appropriation shall not serve as definition or precedent of actual value of specific uses or services should a fee be requested for any of those benefits after the expiration of the agreements.

4) The UNIVERSITY shall apply to the CHANCELLOR for release of the funds provided in House Bill No. 562 passed by the 127th General Assembly and shall commence on July 1, 2009 and continue for a period of 15 years until June 30, 2024 (or for 15 years after completion of the project) after which time these mutual obligations will terminate unless other wise extended.

5) Commencement of this Agreement is subject to approval by the CHANCELLOR and the State Controlling Board and shall commence on July 1, 2009 and continue for a period of fifteen (15) years until June 30, 2024, (or for 15 years after completion of the Project) after which time these mutual obligations will terminate unless otherwise extended.

6) In the event this Agreement is breached or terminated for any reason prior to fifteen (15) years from the commencement date, UHGMC shall remit to the State of Ohio a prorated portion of the House Bill No. 562 passed by the 127th General Assembly funds which shall be calculated by dividing the funds contributed by the State of Ohio by fifteen (15) and multiplying that sum by fifteen (15) less the number of full years that UHGMC's obligations under this Agreement were fulfilled.

7) UHGMC shall comply with all pertinent federal, state and local laws as well as state administrative regulations.

8) The funds provided under this Agreement shall be used by UHGMC only for capital improvements as defined in House Bill No. 562 passed by the 127th General Assembly.

9) Funds received by UHGMC under this Agreement shall be used to undertake and complete the Project.

10) UHGMC is an Ohio non-profit corporation and is fully insured and owns the hospital facility located at 13207 Ravenna Road, Chardon, Ohio.

11) UHGMC shall hold the UNIVERSITY, its officers, trustees and employees and the State of Ohio harmless from any obligations, expenses, liabilities or claims of any kind arising out of (i) the construction, general operation or maintenance costs of UHGMC's facility and/or (ii) the UNIVERSITY, its officers, trustees or employees or the State of Ohio being named as a defendant in or party to any lawsuit or adjudicatory proceeding, if such lawsuit or adjudicatory proceeding arises out of any action or omission, or an alleged action or omission, of UHGMC, its officers, trustees or employees, including, but not limited to, UHGMC's failure or alleged failure to comply with applicable public bidding requirements or any other federal, state or local law, ordinance, rule, order, directive or regulation.

12) UHGMC, in connection with the Project, shall follow competitive bidding procedures identified in Ohio Revised Code Chapter 153 for contracts for construction, including, but not limited to, publishing advertisements to seek bids, receiving sealed bids and awarding contracts to the lowest responsive and responsible bidders.

13) UHGMC shall reimburse the UNIVERSITY for the administrative costs incurred by the UNIVERSITY as a result of the Project; such reimbursement shall approximate one and one-half percent of the total amount appropriated in House Bill No. 562 passed by the 127th General Assembly and Fifteen Thousand Dollars ($15,000.00) shall be paid in full after receipt of the funds by UHGMC.

14) Any amendments to this Agreement shall be in writing signed by UHGMC and the UNIVERSITY and shall require approval by the Chancellor of the Ohio Board of Regents.

15) UHGMC shall, upon request, supply the CHANCELLOR with all pertinent records which measure the nature and extent of use of the UHGMC facility by the UNIVERSITY, the terms and conditions governing such use and the specific benefits derived by the UNIVERSITY under this Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the latest date set forth below.

UNIVERSITY HOSPITALS GEAUGA MEDICAL CENTER

By: _____

By: RICHARD J. FRENCHIE
PRESIDENT & CEO

Date: June 2, 2009

KENT STATE UNIVERSITY

By: _____
Gregg S. Floyd
Vice President for Finance and Administration

Date: 6/8/09

REVIEWED BY
JUN 07 2009
UNIVERSITY COUNSEL

University Hospitals
Geauga Medical Center

CERTIFICATION STATEMENT

This statement is to certify that University Hospitals (UH) owns the 2 South Medical Surgical Unit, located at 13207 Ravenna Road, Chardon, Ohio, that will be renovated as part of the $1M state grant.

Richard J. Frenchie, FACHE
President and Chief Executive Officer

May 14, 2009
Date

KENT STATE UNIVERSITY
BOARD OF TRUSTEES
March 18, 2009

Resolution

JOINT USE AGREEMENT WITH UNIVERSITY HOSPITAL GEAUGA MEDICAL CENTER – HOUSE BILL 562

WHEREAS, the University Hospital Geauga Medical Center requested State Capital Improvement funds (H.B. 562) in the amount of $1 million for capital improvements at the Medical/Surgical or 2 South (2S) areas of the hospital; and

WHEREAS, the 127th General Assembly of the State of Ohio passed H.B. 562 and appropriated $1 million directed to Kent State University for capital improvements at the University Hospital Geauga Medical Center; and

WHEREAS, Kent State University and the University Hospital Geauga Medical Center will enter into a joint use agreement regarding the use of the funding from H.B. 562; and

WHEREAS, Kent State University has concluded that the value of the use of the University Hospital Geauga Medical Center as provided in the agreement is reasonably related to the amount of the appropriations; and

WHEREAS, inasmuch as all State of Ohio capital appropriations released through the Ohio Board of Regents require the use of a joint use agreement and the parties desire to enter into this "Joint Use Agreement" in order to set forth the parameters of the shared benefits; now, therefore,

BE IT RESOLVED by the Board of Trustees of Kent State University that the Vice President for Finance and Administration be hereby authorized to enter into the joint use agreement between Kent State University and the University Hospital Geauga Medical Center.

KENT STATE UNIVERSITY
BOARD OF TRUSTEES
March 18, 2009

Background

JOINT USE AGREEMENT WITH UNIVERSITY HOSPITAL GEAUGA MEDICAL CENTER – HOUSE BILL 562

General Information

The University Hospital Geauga Medical Center desires to make capital improvements to the Medical/Surgical or 2 South (2S) areas of the hospital. The University Hospitals applied to the State of Ohio on behalf of Kent State University for capital improvement funds in the amount of $1 million.

The 127th Ohio General Assembly passed H.B. 562 and appropriated $1 million directed to Kent State University for improvements at the University Hospital Geauga Medical Center on behalf of the University Hospitals.

All State of Ohio capital appropriations released through the Ohio Board of Regents require the establishment of a joint use agreement. Kent State University will derive a value from this expenditure of funds, which is reasonably related to the value of the appropriation. In addition, the university will receive a $15,000 administrative fee from the project budget.

Alternatives and Consequences

The $1 million represents a line-item capital appropriation to the University Hospital Geauga Medical Center to be administered through Kent State University. Kent State University enjoys a very positive and productive educational/professional relationship with the University Hospitals and this joint use agreement creates new synergies in shared services and educational opportunities.

Specific Recommendation

It is recommended that the Board of Trustees approve the execution of the joint use agreement.

Timetable and Action Required

Approval by the Board of Trustees is requested at its meeting on March 18, 2009.