

MINUTES OF A MEETING OF THE FACULTY SENATE
Wednesday, April 13, 2005

Speaker Mary Beth Norton: "I'm sure a quorum will arrive by the time we have any significant business to transact. I would like to remind the body that there are no photos or tape recorders allowed during the meeting and please everyone turn off cell phones. Also please when you speak identify yourself and your department. There is only one good and welfare speaker. And he just needs a short time. So we do have some additional time beyond the agenda for a debate on the motions in front of us today in case we want to go on a bit more. I will now call on the Provost for remarks and to answer questions."

1. REMARKS BY AND QUESTIONS FOR PROVOST MARTIN

"Good afternoon everybody. Well I am delighted to be here again. I would begin with the good news, which is that we have once again done well on the salary front. And with the new salary survey that comes out on Monday, April 18, it will show that endowed salaries moved 3.3 percent this past year and contract college salaries 5.9 percent. The consequence of that, we believe, will be that we'll achieve the goal that was set on the contract college side to reach the median of our peers. We will have reached it. We will reach the goal that we set on the endowed side next year, with things continuing to work out as we have seen them working out. This next year, that is this year's SIP for next year, will involve ranges among colleges. We don't have a one-university number. It will be more college-specific than it has been in the past. But the ranges, I think, will please you. There will continue to be strong increases, strong pools. We aim continually to do well. As many of you have pointed out and as we agree, it won't be enough for us to feel that we have achieved the two different goals. Our goal now is to continue studying salaries across college lines, and the contract and endowed boundary, and study them by discipline, and try to see what we can do to ensure that we have greater parity across various boundaries internal to Cornell, and not to just that we keep up with our peers. So that's our goal and we'll also make good strides on staff salaries in this year's SIP as many of you know. So that's the good news on the faculty front.

"This is also the season during which you are completing successful faculty searches. I know about only a portion of them, but the ones about which I know anything, are just spectacular. And I hope each of you in your unit has had a great, or will have had a great, hiring year. The biggest planning challenge and budgetary challenge, in my view, going forward over the next five to ten years really has everything to do with the number of retirements we will see, because of the number of hires in the decade of the sixties and the number of retirements that we'll see going forward. I really think we are

going to see a shift soon from worries about whether enough people will retire to worries about whether we can compete with our peer institutions for the talent that we'll need to fill the positions that will open up. That's already occurred in some disciplines. We have some disciplines that planned well ahead. I use Physics as an example. They have already begun working hard to figure out how they can with, our help, amass the amounts of funding that will be needed to recruit the faculty. That's just one example. There are many others. That sort of planning and anticipation is a great deal of fun and is, after all, the best and most important thing we do, in my opinion, which is to hire the best possible faculty.

"The other news front, which I think is good news, is that you probably remember that we are engaged in a work-life study. That work-life study has a special emphasis on the experience of women but we are trying to do something a little bit different from what has occurred at some of our peer and sister and brother institutions, where gender equity studies have been conducted and have focused primarily on the sciences. Here we aim to include the entire campus, and we are trying to devise a study that makes fewer assumptions about how all of us actually lead our lives, than some of the other studies do in our opinion. We don't know whether we will succeed in coming up with a methodology that is better than some of the studies we have seen, but there's no reason not to try to make fewer assumptions about how people's lives are actually organized, in advance of surveying you, and that's what we are trying to do. We have done the focus group work and we are studying those. We have a methodology group, which is a faculty committee. That group is looking at the results of the focus group work and is beginning work to develop a survey instrument. You all in the Fall will be receiving a survey that will be done on line. I will urge you already now, even though it's only April, please participate in the survey. It will be very important information for us to have for all sorts of reasons, and not just because of our questions about gender specifically.

"Those are some of the good news items. There are, as of course you can imagine, a lot more than that going on and I'd be happy to take questions about any of it. We've spent a lot of our time this past semester working on campaign planning. I have spent a lot of my time this spring, with Vice President Reichenbach, developing a presentation for the Board of Trustees and the campaign chair people as a sort of consolidation of our academic and campaign planning. I believe that went over quite well, and our trustees and alumni are poised to support us by going to bat in a major capital campaign to raise the funding that we need to do what we have established as goals.

"But on that note I should also announce the bad news. Some of you will have heard, and others will not have heard, that Vice President Inge T. Reichenbach, head of Alumni Affairs and Development, will be leaving Cornell and going to Yale in about a month. I can't tell you that without being extraordinarily sad. It is a huge loss, but we will move ahead and we wish her well. She is extraordinary, and Yale will reap the

benefits. We have reaped the benefits for 25 years. She has put together an extraordinary organization. Laura Toy, who has been a member of her senior team for quite a long time, will step in as interim Vice President for the short term. We are beginning a search immediately for a new Vice President. So as I say, I wish to be reassuring about moving forward, and I wish to register my own great sadness at losing someone so talented.

“And, I’ll be glad to take any questions you may have about anything.”

Associate Professor Nick Calderone, Entomology: “I am a little confused. The message we have been hearing in our Department is that CALS is not losing faculty fast enough. Is that a true statement? How do you see this? Does that fit with your five or ten year plan?”

Provost Martin: “Yes. The demographic issues are different by college. There’s no question about it. And right now, I would say there are some large and some smaller units on the endowed side that probably face bigger problems in the shorter run than some of the units in CALS. There are all sorts of reasons for these differences. But you are right, the picture is more differentiated than what I presented. I am simply saying that whereas we have been very worried only about one thing for a long time, we really need to get more worried about the other. In CALS, it may take us longer to run up against the same demographic problems that we are already seeing in some other units. So I am looking five to ten years out. And you are thinking rightfully about where we are right now. It really depends on the unit. I am just trying to get the people with whom I work, and also you all, to think wisely about the five to ten year horizon because we have to marshal our resources, to anticipate. In some fields, you all, the faculty, have been telling me that the talent pool, given what the competition is going to be, is small and that we really have to have to resources to be able to compete well. I think that is going to be an issue. It’s the one that I am more focused on than the other, the demographic problem, which is also a problem in some units and not in others. So I would say that’s the culture as I see it. But you are right.”

Professor David Owen, Near Eastern Studies: “Biddy, does the fact that we have achieved our salary goals a year or so earlier than we anticipated mean that you are giving up with keeping ahead of the mid-stream of the salaries, or does it mean that we are going to continue the salary improvement so that we can actually gain on what we set out to achieve?”

Provost Martin: “Did everyone hear the question? I would say we are certainly not going to give up. My idea would be that we keep being as aggressive as possible, in part for the reasons I just stated. I mean, there’s a link between keeping salary levels high and being able to compete well, not just to recruit people but to retain the best people. So I would say we have to be as aggressive as we can. Now some of you, or at

least your department heads, have over the past few years at times said, you know there are trade-offs that we are making by virtue of the fact that we are being so aggressive on the salary front. There are uses for, say on the endowed side, general purpose money and, on the contract side, state funds that are getting the short shrift as a result and those are going forward. The question about how aggressive to be on the salary is relative to other kinds of things. For example, in my brand of work, say in the Humanities, do we have a greater need for more and more aggression on the salary front or a stronger movement on research funding? Those are the kinds of decisions that I think everyone has to be involved in making going forward. But I will say my own strong view is that we have to stay aggressive on salaries. As you know we ramped it down. Our first two years were our most aggressive years. It was planned that way. That's the way we realized to make the progress needed and that certainly helped us because we were very aggressive in a couple of years when no one else was, during very, very bad economic years. But the price we paid is there were other things we couldn't do, that you couldn't do. So I think it takes discussion. But we certainly don't give up or fall back to saying, you can raise salaries a percent or two and that will be fine. And then we use the rest for the funding for something else."

Professor Owen: "Have you decided on this year's pool?"

Provost Martin: "Yes. You got here after I think I said that. I am not going to announce across-the-board pools because we don't have one this year. Unlike some of the previous years, we are making it college-specific. We are talking to the deans about what they need to do to meet specific needs. So there's not an overall pool but the ranges, are I think, would be acceptable to you. That is, it's not one to four; one percent in some colleges and four in another. It's more like, say three or a little above, even three to five."

Professor Lisa Earle, Plant Breeding and Genetics: "Today's Cornell Sun had an editorial presenting the student perception that Cornell is emphasizing the Sciences at the expense of Humanities and Social Sciences. I know you don't believe that is the case but I wonder if you have any thoughts about how to convey to the student body the priorities that you believe are being followed."

Provost Martin: "Yes, that's a very good question. I don't know if you all read the Cornell Chronicle but there was a piece in it a few weeks ago, an interview with me in which I talked about this. You might say, so what? We're asking you now, we don't want to have to go back to the Chronicle. Here's the thing. I think everyone emphasizes the sciences and engineering more than the humanities at one level because they are easier to talk about. When people say, is it a higher priority in the sense that, from the point of view of this University or other universities, the arts and humanities count less? No. But is it a problem nationally, multiple problems nationally, when it comes to the question of visibility and understanding humanities and the arts as well as

the social sciences? I think it is. I have been made part of a steering committee of the American Association of Universities to work on this perceived problem at a national level. At Cornell if you look at our rankings, I don't know how recently you consulted the NRC rankings; they are now eleven years old or so. But if you look at our rankings, generally you see that Cornell has historically been very strong in the physical sciences and engineering and humanities. We rank in the top five in many of our humanities areas. They are very strong. They continue to be very strong and we want them to be that strong. I think what we are doing with the deans of Arts and Sciences and Architecture, Art and Planning is working – and even deans now of other units that have humanities-related programs and initiatives – to ensure that we are, for example, replenishing the humanities faculty, providing adequate research funding, that the salary structure is appropriate, and all that. But I think it is more of a communications issue to some extent, and so one thing that I have done with our still relatively new Vice President for Communications, Tommy Bruce, is to establish within his shop a group. It's a small group that will be three people, but they are devoted wholly to promoting and making visible work in the humanities and the social sciences, internally to Cornell and externally to the rest of the world. How well will this work? I don't know yet. I don't know of any university that has actually made a conscious decision to invest in that way. It will take us some time to see how well it works. But I am convinced that it is necessary and we will do it as an experiment and see whether it helps. I did discover something that surprised me, that I feel like I should have known but I don't exactly know how I would have known it, and that is, that in the general area of media and communications at Cornell, we had a large ratio of science writers to writers about the humanities in social sciences. I won't tell you what the ratio was but it was a horrible ratio. And it was at that point that I realized that it's not just that it's easier to write about the sciences and engineering, it's not just that nationally they get the headlines in a way that other things don't and are harder to produce headlines about; it's also that we haven't tried hard enough. So this is my effort to ensure that within our own operations we are getting people into communications. We are investing in them to a degree that allows them to get to know what is going on in the humanities and the social sciences, and make it more widely available. There's a lot going on in humanities. Nationally Brett de Bary, who is the Director for the Society for the Humanities at Cornell, has undertaken an initiative to talk about the future of humanities at Cornell and beyond Cornell, and she has sponsored a set of workshops, which have been well attended and I believe are generating a lot of high morale.

But you asked specifically about students, and I really think it's communication and I think all of us in this room can help in that regard. I think for students, and I'm not telling you anything you don't know, they are more and more focused on getting a pre-professional education or even a professional one as undergraduate and being very directed to jobs and placement, grades and so on. And you know the arts and humanities tend to suffer in that environment, not because we want them to, but because of larger cultural and economic forces. Now the way to grapple with that is

that we can't turn the tide all by ourselves, but as faculty who advise students and who set curricula, I think we can take responsibility for trying to work with students to help them understand the downsides of being quite that career and training oriented and what they miss out on. Our alumni, are also great ambassadors of this message because, as many of you know, when we talk to our trustees and our loyal alumni, one of the things they will say is that they feel that they missed out on exposure to the full range of disciplinary and sub-disciplinary opportunities when they were students for this very reason. So I think we have to do a range of things to try to generate more interest and excitement about it."

Professor John Forester, City and Regional Planning: "Biddy, is this message somehow articulated with the overall structure of the campaign?"

Provost Martin: "Yes, absolutely."

Professor Forester: "Well maybe you could say a little bit about that, because that is so high profile and seems so not narrowly focused, but focused in a direction that I think these broader issues that you have just been talking about really get lost. And many students see that and they say well, gee that's really not our part of the campus."

Provost Martin: "Because you think, for example, that the three themes are sort of the guiding principals of the campaign. That I think is something that many people have worried about, including our Trustees. And Charlie, when Inge and I gave this presentation to the Trustees at the request of the Trustee leadership of the campaign in March, I think we made it apparent that it's a misunderstanding to think that we are organizing the majority of what we are setting as goals, or wanting to do on campus, in the terms of those three themes. I think we successfully showed where they fit. Charlie suggested to me after the meeting, that it would be great if I could share that presentation with the faculty. I would be happy to do that at any point. I must tell you that you may find it potentially below your nouveau in some ways. That's my worry: that I will get up and say things to you that just seem a little too obvious. But I would be happy to do that if people would be interested in coming. I would have liked to have done it with Inge, but I will do it together with Laura. I could find the time in the fall to do it and anybody who thought it was interesting enough could come. I would be delighted to do that. But I think if you see that presentation you would see that the themes, while Bob was there and Charlie was there, they could I think vouch for it.

"The campaign will be organized primarily around three things: the importance of faculty, the importance of students, and the importance of sustaining quality in those areas where we have traditional strengths or where we are poised to become major players. That's what I firmly believe. Tommy Bruce said to me recently, he thought the theme of the campaign, if you listen to what I am saying, should be 'it's the faculty, stupid.' And I thought maybe it's not quite elevated enough language. But I think to

get the alumni excited, which of course is key, the campaign has to be organized around the quality of the faculty, the quality of the students, access for the students to education regardless of need, and outstanding programs. That's what they want to hear, that's what they want to support. And I say, 'Right on'. Now the three themes are crucial too, and they are the way in which I think this particular President feels universities can make transformative contributions beyond the traditional ways in which we organize our disciplinary knowledge. And those will be crucial targets for fund raising, and we are working really hard to tap forces to define those areas and think about what Cornell can do uniquely to contribute in those domains. But those are by no means the bulk or the dominating focus of our campaign strategy."

Speaker Norton: "Thank you Madame Provost. Now I will call on the Dean of Faculty for brief, very brief remarks."

2. REMARKS BY THE DEAN

Dean of Faculty, Charles Walcott: "Thank you. They will be brief. I want to say three things. First, I don't like in public to disagree with our distinguished Provost. She said that her remarks to the Board of Trustees were all right, something of that sort. They were spectacular. They galvanized the removal of checkbooks from pockets. They created enormous enthusiasm. It was an absolutely superb presentation. And I asked her whether she would be willing to give it to the faculty, the staff, and us at some occasion. And she agreed to do it. I am delighted that she has not forgotten that and perhaps in the fall we can put on such an occasion because I think it is important for all of us to hear the kind of presentation that excited our Board of Trustees. And is likely to excite our major donors. So, thank you very much.

"On minor things, the conflict of interest form is available. It went on line April 11th. It will be closed May 6th. Please, please fill it out so we don't have to harass you. And get your colleagues to fill it out likewise.

Finally, I am hopeful that in May we may have a version of a suspension policy for you to consider. But that is not still quite clear. But time will tell.

Thank you very much."

Speaker Norton: "Thank you.

3. APPROVAL OF MINUTES

Speaker Norton: "I now would like to ask for approval of the minutes of the March 9, 2005 Senate meeting. Are there any corrections, amendments? Seeing none, do I have unanimous consent? All those in favor, please say aye. Opposed?

Hearing none. Minutes approved.

I now call on Associate Dean Cynthia Farina for her report on the Nominations and Elections Committee."

4. REPORT FROM THE NOMINATIONS AND ELECTIONS COMMITTEE

Professor Cynthia Farina, Associate Dean and Secretary of the University Faculty:
"Good afternoon. On behalf of the Committee I am bringing you what is the first group of filling committee vacancies for next year's committees. I would just like to call your attention to two names that have been added since the mailing and that is Richard Booth for Academic Freedom and Professional Status of the Faculty and Kerry Cook for Academic Programs and Policies."

Report from Nominations & Elections Committee

April 13, 2005

Academic Freedom and Professional Status of the Faculty

Richard Booth, AAP*

Barbara Correll, A&S

Academic Programs and Policies Committee

Kerry Cook, CALS*

Martin Hatch, A&S

Susan Piliero, CALS

Educational Policy Committee

David Delchamps, Engr.

David Henderson, A&S

Tom Owens, CALS

Faculty Advisory Committee on Athletics and Physical Education

Susan Ashdown, CHE

Francis Kallfelz, Vet.

Charles Van Loan, Engr.

Financial Policies Committee

Ronald Ehrenberg, ILR

David Sahn, CHE

Human Subjects Committee

Tamar Gendler, A&S

Michael Shapiro, CALS

Lectures Committee, University

Shelley Feldman, CALS

Andrew Ramage, A&S

Library Board, University Faculty

Jon Parmenter, A&S

Professor-at-Large Selection Committee

Stephen Ceci, CHE

Barbara Lynch, AAP

University Benefits Committee

Deborah Streeter, CALS

University Committee on Conflicts

Barry Carpenter, A&S

Ton Schat, Vet.

University-ROTC Relationships Committee

Mark Psiaki, Engr.

Speaker Norton: "Okay, may I have a vote on the Committee report, please? All those in favor say aye. Opposed?"

Committee report passed.

Thank you.

Now I will call on Professor Farina to present the next item on the agenda."

5. DISCUSSION AND RESOLUTION REGARDING "FACULTY STATEMENT OF PRINCIPLES & BEST PRACTICES CONCERNING STRATEGIC CORPORATE ALLIANCES, SPRING 2005"

Associate Dean Farina: "What we are bringing you this afternoon is the report (Appendix 1) of the committee that was constituted now more than a year ago, after the University Faculty's Forum on Strategic Corporate Alliances. As you have seen, the report takes the form of a 'Faculty Statement of Principles and Best Practices on Strategic Corporate Alliances.' We are asking you to endorse that (resolution, Appendix 2) and, in effect, to call on the trustees and the administration to implement

the recommendations in the Statement as the principles and practices that will, from now, on govern the negotiations, the formation, the management, the monitoring and the evaluation of strategic corporate alliances if the University does enter into them.

“What I thought I’d do this afternoon is review the evolution of this Statement, so that I can highlight for you how it’s changed over the extended process of discussion and comment, and call your attention to the areas that seem to remain most controversial.

“The first version of this Statement was before you actually a year ago, at the April 2004 Faculty Senate meeting. There were a number of comments that I think can be grouped into three principle concerns. One was a concern about scope and, in particular, whether the statement was sweeping a range of existing funding arrangements into some new and complex scheme of regulations. Now when the committee got back together after the April meeting in the Spring of 2004 and discussed those comments, what was done at that point was to add a section to the Statement that emphasized that the Statement applied only to things that the University in its Strategic Corporate Alliance Plan had itself defined as strategic corporate alliances. And that's the definition. So we added a section emphasizing very clearly that the Statement would apply only to things that met the University definition, and also disclaiming any intent to disturb the vast majority of existing arrangements.

“A second principle theme in the comments of the April 2004 Faculty Senate meeting was a concern that the provisions in the Statement on interference with publication rights and other academic freedom issues were not strong enough. And so what the committee did after the meeting was to go back and review the Faculty Handbook and review regulations from the Office of Sponsored Programs and make certain that nothing in the language in the Statement suggested any less stringent protection than we found in those sources.

“The third concern expressed a year ago was that restricting representatives of the corporate sponsor from participating in decisions about which projects actually to fund would be a deal killer. What I want to remind you about – and here, the structure of the original draft is now different in the final report – is that the original draft contemplated that there would be a joint steering committee for all alliances, which is actually not something this committee came up with. It’s something that is in the Cornell Plan. And, that the joint steering committee would select projects for funding through a process that involved requests for proposals. Again, not something that this committee came up with, something that is in the Cornell Plan. But that while Cornell and corporate representatives would participate jointly in drafting a request for proposals according to the original draft, after that corporate representatives would take no active role. The decision with respect to which projects to fund had to be a purely academic one. There would be peer review internal to Cornell and that only the Cornell members of the joint steering committee would actually be involved in the decision about which

projects would be funded. And this was the section in the original draft, the draft of April 2004, about which there were great concerns as to whether this would be a deal killer. The committee, on thinking about those comments, decided to leave the draft as it was to go out for university-wide comment and see what came in response to that proposal.

“Those three major issues, in addition to a number of other issues that, in committee’s view (even though they weren’t raised in comments last spring) we felt were ones that faculty really ought to focus on and might want to comment on, were highlighted in the cover memo that went out with a revised draft in the early summer to all departments, to the chairs, to the deans, to program directors, to you as Senate members. There were numerous reminders that I know you got at various points over the course of the fall, by e-mail and in person from Charlie. Basically, comments were requested and taken by the committee. Initially the deadline was October, and it was extended until November.

“We did get comments, not a huge number, but I thought a healthy number. Those comments, if you want to review them, are on the University Faculty website. And again, if I can sort of summarize comments. Well, let me summarize into, again, three points.

“First, let me note that there was actually not any significant concern any longer expressed about scope. So I think that the steps we took in the draft to try to tie the scope of the Statement very clearly to the University definition of SCA appears to have worked, at least with respect to the broader University faculty. Nonetheless, in this Statement that you now have before you we did reframe that section one more time, and if you look at Table of Contents page, you will see that it now takes the form of what is becoming increasingly more familiar to all of us: ‘frequently asked questions.’ Those questions, some of them, actually do address some relatively specific comments we received. For example, what’s the relationship between the general principles and the very specific text under the general principles? So that gave us a chance to address a question like that. But more generally, we hope that this format will help the reader place the statement in context: historically (how the Corporate Strategic Alliance initiative developed here at Cornell), in terms of the Statement’s, intended scope and function; and in terms of its relationship to other important University documents, both about strategic corporate alliances specifically and, more generally, other important University documents. Having said that about scope, there are some important refinements about scope that are made in this document that I’ll address in a moment, which go to one of the other components.

“Second, the comments we received, – at least one very long, eloquent, well-argued one – did continue to express concerns about whether the statement takes a sufficiently rigorous position on interference with publication rights: in particular, making the

argument that permitting the delay for first-look is a violation of academic freedom. That actually is a position that the committee is very sympathetic with, and the Statement is structured to recognize that the delay of publication does implicate academic freedom. And if you look at page 15 (at least it's page 15 in my copy), which is the section that addresses the best practices in this area, it suggests a number of specific provisions that are desirable to make sure that corporate sponsors are not misusing first-look rights; that, in the first place, those rights are not given too quickly by the University and that they are not being abused. The committee was sympathetic to the argument that first-look rights are problematic from an academic freedom perspective. At the same time, we heard from Bob Richardson that corporate sponsors are increasingly pushing the University, and faculty funded by some of those sponsors are increasingly pressing the Office of Sponsored Programs, to extend the current 90-day limit on first-look rights. So we had competing sets of comments. And it was the committee's judgment that we did not feel we should recommend anything beyond that the University continue to hold firm to the current policy, which is we don't go beyond 90 days. That 90 days requires a special request or justification. The provision here says the request ought be in writing, and there's a number of other as I said, suggestions for best practices here, in terms of making sure the corporate sponsor is aware that this is regarded as a serious matter.

This is an area where there is disagreement, and where at least some commentators were of the view that the faculty ought to take harder line on this. There are some faculty who are pressing in the opposite direction. That is, in order to obtain corporate funding the University ought be relaxing its current position on first-look rights.

"The third area where comments are clearly taking a divergence of view is on this question about the appropriate role of corporate representatives in funding decisions. I think how I would describe the situation is: we have a spectrum of views.

At one extreme, there is the view that was reflected in the original version, the version that you saw last April: the corporate sponsor's appropriate role is limited to setting the general criteria for what they want to fund, expressed through the standards in the RFP. Their involvement is totally appropriate at that point. However, the decisions as to which specific projects should be funded ought to be made on the basis of academic merit. That ought to be an academic decision. The corporate sponsors' representatives should recede at that point. There should be no involvement. That's one extreme, one end of the spectrum.

"At the other end of the spectrum, there were commentators who apparently – from their comments, the way their comments were worded – were taking the position that unless the corporate sponsor had control over which projects would be funded, these things would not go forward. Because it was important that they go forward, we ought

to recognize that it was appropriate to give corporate sponsors control over the funding decision.

"Then of course there were positions in the middle, which meant some degree of sharing of responsibilities between Cornell faculty and the corporate sponsors in selecting projects to be funded, after some initial process of an RFP.

"This is where there is probably the most change in the final version of the Statement from what you saw a year ago. Because what the committee ended up doing was attempting to reach a middle ground in two ways. In the first place, instead of providing that corporate representatives have no role in making decisions about particular projects to be funded, the statement now contemplates that corporate representatives would be involved throughout the entire process. Not only in drafting the RFP but also in selecting projects. However, the current Statement also limits corporate representation to no more than a third, to ensure that there would be clear faculty control over the selection of projects as well as over the management. The current Statement also preserves the notion of intra-Cornell peer review – although specifying that the notion here is not necessarily an extensive formal process, but suggesting that it could be done like some of the other internal peer reviews that we have for some of our grants and programs which are actually a much less involved process. So that's one change, an important change, from the draft you saw the first time. There is contemplated here direct involvement of corporate representatives throughout the process, including selection of projects for funding – although there is a limitation on membership within Joint Steering Committee to make sure that there is clear Cornell faculty dominance over the process.

"The second attempt at balancing these two sets of interest was to subdivide the group of the total set of strategic corporate alliances – still using the University definition but recognizing that they might actually come in two different flavors, if you will. I'm mixing my metaphors. There are 'broad SCAs', which involve research projects where the range of issues are sufficiently diverse that they would involve a potentially large group of faculty whose precise membership could not be easily specified in advance. For those big SCAs – which I think were probably in the ones which were contemplated initially – the process that was specified in the original draft would be the process. But then, we recognized that there might be different kinds of SCAs, called 'narrow SCAs', that is, SCAs where a small number of specific faculty have been identified in advance as a relevant researchers, where there really was never any question from the onset about who was going to get the money. The thought was that, in that situation, the whole notion of an RFP process and all that, simply didn't make any sense. It would be an over- abundance of bureaucracy to no really good end. And the thought was that, in those situations more than in the other, from the perspective of corporate sponsor there would be little tolerance for the notion that different faculty would actually be funded. And also, from the perspective of concerns about whether the funding was even-

handed as between faculty who might compete and things like that, the problems were perhaps less.

"So, these are the two ways in which the Statement you now have before you differs on this point from what you had before you a year ago, and where the committee attempted to balance these two competing positions. To say that there are other possible ways these might have been balanced is, I think, to understate the degree to which reasonable minds can disagree on this point. Obviously you are going to have an amendment before you from a member of the committee who disagreed with how the committee balanced this. This is probably the central issue of contention here.

The only other thing that I will say before I stop is that, as a result of having this take so long, we learned from Bob Richardson that there is yet a third flavor in which these things might come, and that is things that are almost SCAs, but aren't quite. Apparently, actually we have some of these that are in the works, or maybe even a little further than in the works, that are being referred to as 'small SCAs' or 'SCA-like partnerships'. [Vice Provost Robert Richardson says something to Professor Farina.] Oh, now they are being called 'partnerships.' Okay, because of course if you call them 'SCAs' then they sort of sound like that should be regulated under this system. We struggled with the idea of whether we ought to expand the definition to cover these, and we quickly realized that therein lies madness. So what we did decide, what we have done, and the scope section says this is, there may be certain kinds of arrangements that do quack a little bit like these ducks but really aren't within the scope of this definition, and therefore they are not governed by this Statement. They are outside the Statement. But that doesn't mean that you might not benefit a bit by thinking about them and using some of these principles and best practices by analogy, to the extent that they do quack a bit like the ducks that we are intending to be bound by this.

"So, that is, I think, the structure of this and probably the basic issues. We have members of the committee here who can take questions. And, I course will take questions too."

Speaker Norton: "Okay the floor is open for debate on the resolution presented by the committee."

Professor C.C. Chu, Textiles and Apparel: "I really appreciate the committee members' effort together and tried to poll people from different disciplines into this area. After reading this document I personally feel that it has a combative tone in the document. And of this combative tone I will give you some examples. In the relaxation of academic freedom of publication, it appears to me that working with industry based on this document is that the University is giving industry a favor. I think that is combative tone. It probably would not be mutually beneficial for both sides. I think the

corporations and industry and the University work together as a partner. They are mutually beneficial. They are not only one-sided. That's one issue.

"The second issue. I think the document is very rigid and it does not take into account a wide range of disciplines, which may require certain flexibility. For example, for genomics it may say publications in the next minute is the almost most important thing. But for some other disciplines that may not be an issue. And taking that into account is very important.

"Finally a technical issue is what happens if that SCA involved more than one university? For example, you have two or three universities involved and each university has their own guidelines. How do you reconcile the difference among different institutions, which should be addressed in what we call worldwide collaborations? And that should be addressed as well."

Speaker Norton: "Does someone of the committee have a response to the third question? Or, do you have a response? Did the committee address that issue at all?"

Professor Chu: "I don't believe the committee addressed that issue."

Professor Robert Richardson, Vice Provost for Research: "Thank you very much for the very thoughtful comments you made. My concern is that there are places where this language will work perfectly. I'll be perfectly happy with it. But there are lots of things that we haven't thought of. We haven't ever had a strategic corporate alliance. And the third category that we call 'partnerships' that was for \$200,000 a year and it seemed to me that it would be not particularly appropriate to invoke all this hardware for a grant that's \$200,000 a year. And it's from Johnson Diversity and it's an extremely interesting project. It's for training at the hotel school and learning about the control of pathogens with the vet college. Basically it's to keep people from getting sick in the hotels, either in the restaurants or in the rooms. It's a very, very interesting project, but there has to be some threshold for amount of investment people are making in these before we invoke this.

"CC brought up another really important topic, and I think increasingly we will be able to see opportunities where they might have more than one industry and more than one university in a consortium. And in fact we have talked with a few people about those. There has to be some agreement or understanding that this will be the principle that will guide us. But we have to have flexibility in negotiations or it will never ever happen - a corporate agreement."

Professor Chu: "The key word I would like to address is to have some flexibility to take into consideration the rate of some foreseeable change in the future."

Professor Richardson: "Right. And then I want to say a third thing. It's not specifically related to this, but I want to tell you one of the most difficult parts of my job – and the thing that bothers me most – are telling people that 'no we can't permit this particular research because they want to have 120 days or 150 days'. And the people to whom I tell that and their deans say, 'you are stepping on the academic freedom of the person by refusing.' I am somewhat protected, and you quoted exactly the Faculty Handbook. The rule is 90 days, and I have come before you once or twice a year for a good long time saying, 'I will not violate that.' But still it hurts. I lose sleep because of some research people have not been able to do because I am intractable on that. Thank you."

Professor David Pelletier, Nutritional Sciences: "I was a member of the committee. Let me address your point about different disciplinary needs and requirements and the need for flexibility. I think early on the committee recognized that, given that SCAs and their management are so new in this environment, it would be impossible in those circumstances to prescribe what could and should not be done in that rigid of fashion. So these structures that are in place, including not just the joint steering committee but also the LAC (Local Advisory Committee), are intended to be able to take account of those individual requirements as they emerge, so that we can learn and make a policy as it's being implemented rather than try to do it all in advance. So that was sort of a major philosophical thing that we had to come to grips with right up front. And hopefully, the language you have before you does not suggest otherwise."

Professor Rich Burkhauser, Department of Policy Analysis and Management: "I would like to respond to CC's point and also to Bob Richardson's point. The first is with regard to the notion that this issue of academic freedom is somehow confined to private enterprises and colleges. I deal with governments all the time and have in fact been part of a group where our grant was taken away by the country of Panama and the United Nations that funded the grants because they said we couldn't publish any of this work. This is not an issue of private enterprise and academics, but any grantor and grantee and the comparative relationships between the two. I have a department in which, unfortunately, I can tell you that Bob has had to tell us that we had to turn back money from the Justice Department because it fell victim to this issue of academic freedom, which is a difficult one."

Professor Richardson: "They wanted prior approval."

Professor Burkhauser: "Yes. That's right. So this is not private enterprise versus universities. I had a five million dollar grant from the Social Security Administration that ran afoul of this, and we had to work with Bob's office and others for two years before the negotiations came through so that we could deal with this kind of issue. This is an issue that goes far beyond the way this report is structured. What I would urge you to do is to get out of that kind of paradigm and think more about flexibility of the type that Bob's talking about and think about a minimum cap. So, a million dollars is

not a lot of money, really. And think about that as a minimum. That doesn't mean that we go with this but it gives Bob and others who I have some confidence in, in their judgment, that they'll have a little bit more flexibility than is allowed by these rigid rules. Why is 90 days the golden number that can never be changed? Why don't we have some confidence in our administration that they'll be allowed to work with faculty members who want to make these kinds of negotiations work."

Speaker Norton: "Any other comments.

Professor John Guckenheimer, Senator-at-large and committee member: "I share Professor Chu's remarks that I think there are parts of this document that have a combative tone."

Speaker Norton: "Are you arising to propose your first amendment?"

Professor Guckenheimer: "Yes."

Speaker Norton: "Okay before you start debating it, we have to put it up on the board. (Appendix 3, Amendment 1). It was distributed in advance. Is there a second to the amendment? I see one. Okay, go ahead."

Professor Guckenheimer: "So Section D is the most egregious part of the document in this regard. The word that best characterizes to me the impression that I get from it is mistrust. That the impression is that one must hold the people who are involved in these alliances accountable, and that if they aren't watched very carefully they will do things that are inappropriate in some fashion or another. The requirements for requests for proposals and for annual reporting that are stated in Sections D1 and D3 are repetitions of those requirements that appear elsewhere in the document in Sections C and E. The requirement in D2 for peer review by non-participating disinterested faculty seems to me to go overboard in the imposition of how these alliances are going to be managed. And I think that we should really allow more flexibility. Even as a participant in government review panels, the primary requirement is not that one be disinterested in the research that one is reviewing, but that any specific conflicts of interest are clearly expressed and avoided. And this goes much farther than that in saying that faculty who are participating in the alliances are not involved in the review of the proposals at all. And I believe that the word 'disinterested' is subject to different interpretations. So I propose that in the version of the document that the Senate recommends for implementation to the Administration Section D be deleted. That the requirements for RFPs and annual reporting not be deleted, but that the language that is used in Section D is something that I find objectionable. Thank you."

Speaker Norton: "Is there a speaker opposed to the amendment?"

Associate Professor Thomas Bjorkman, Horticultural Sciences: “While I really understand the reaction of seeing distrust in there, I have the same reaction myself in this kind of situation. I have found that when you have big things that people are concerned about, transparency is really very important and solves a lot of your problems. I feel that if I were a member of an SCA, I would actually insist on having the kind of external examination that is in D2 with the disinterested reviewers, to demonstrate clearly to anybody who might be concerned that the process has not been co-opted. I have seen the process get co-opted with only a few million dollars in research funds involved, and it causes a lot of strain within the faculty when that happens. I feel that by the review by other Cornell faculty, to demonstrate that it’s somewhat in line with what the steering committee actually decides to allocate, will prevent a lot of the negative consequences that you might have.”

Speaker Norton: “Is there someone else who would like to speak on behalf of the amendment?”

Professor Brad Anton, Chemical and Biomolecular Engineering: “I first want to commend the committee, particularly Cynthia Farina who I know worked really hard on this, through their hard thoughtful work on this subtle complicated problem that involved people with widely disparate views pulling at one another.

“I am in favor of this amendment. I think it’s important that we have a policy that encourages these strategic corporate alliances to happen and to be administered properly. We don’t want a policy that discourages them from happening or makes us an unattractive place for companies to seek help with research and to spend their funds supporting education. I think that deleting Section D does take away the most, as John said, egregious parts of this. And what is left is more than sufficient to ensure with the skilled guidance of our leaders whom we should have some confidence in (they’ve earned it), leaves us in a position to make these things work properly, and makes Cornell an attractive place for companies to come to and engage in research partnerships.”

Speaker Norton: “Dean Farina is asking to speak on behalf of the original committee document.”

Dean Farina: “Thanks for the compliment Brad. Actually, I saw myself largely as not an independent drafter, but a collector of thoughts on behalf of the committee members.

What I would like to comment on, on behalf of the committees’ resolution of this issue, is a couple of things. One is – perhaps I misunderstood what John – said but wanted to make sure that there was not a misunderstanding about how the current Statement would operate. The peer review process does not determine, under the current Statement, which projects are funded. The results of the peer review funnel

back in to the decision-making process that exists in the SCA. What the statement recommends is a director as well as the joint steering committee. But it does not in any sense require it even, as the whole thing is a recommendation. It does not even say this is required. It simply says 'for example a director as well as a joint steering committee.' And the expectation is clearly that the joint steering committee, the people who are indeed involved in the alliance, will make the determination of which projects to fund. They are simply getting a recommendation, an assessment, from peer reviewers of the academic merit of those proposals measured against the RFP. So I just wanted to make sure that there wasn't any unclarity about that.

"And I guess the other thing I would suggest on behalf of the committee is that we perhaps resist dichotomizing this as an issue of 'trust' or 'mistrust.' – pretty loaded words sounding like bad faith. I don't know that anyone on the committee thought that Cornell faculty members would be engaged in bad faith, or for that matter that industry scientists engaged in these alliances and working side-by-side with Cornell faculty members would be engaged in bad faith. Rather, what you have here are two very different cultures coming together. I think we all appreciate that or we wouldn't be here rather, than in industry or private firms making a lot more money. That's part of the choice we make. Those are very different cultures and they are very different cultures with very different values. And you don't have to say one is worse than the other to recognize the difference in the two. When these two cultures come together, there may very well be some degree of misunderstanding.

"The third possibility, I think, is the one that the committee chose, which is to trust but verify. And that's what's Subsection D is about. You have an RFP but it should have objective standards, because that makes it easier to verify what's going on. You have a peer review process; it doesn't have to be a big one, but it should be one. And you report out to LAC or somebody like LAC, because they have transparency and accountability. I regret if it seems that the language is unduly harsh. I think that that was not the intent of the draft. I think the intent was to capture basic principles of transparency and accountability. And to say 'this is a different culture here, and there will be concerns. And we need these things to address those concerns.' But let me end where I started. Reasonable minds can disagree about this."

Speaker Norton: "The chair will point out to the body that we have only 20 minutes left if we are going to adjourn at our usual time of 6:00. So I am bit concerned about time because we do have another amendment to go and another resolution on the agenda. So I would hope there will be no further comments on the first amendment.

There are still."

Professor Phoebe Sengers, Science and Technology Studies: "This is not a comment but a question. I am not sure that I understand what the amendment actually would do. So it's clear that you want to delete point 2, under Section D."

Speaker Norton: "No, to delete all of Section D."

Professor Sengers: "Well let me put it this way. The amendment says we are going to delete Section D but we are going to keep the RFPs and we are going to keep the annual reports. So does that mean that points not in points 3 are still in? Or does that mean you want those in but in a different way?"

Professor Guckenheimer: "Those points will remain in the other parts of the document where they also appear at this point. They are described in different terms in Section C and in Section D."

Professor David Pelletier: "It's really a continuation of this. It's just all presentation. It's just transparency that said, this one has RFPs, this one doesn't. I might be crazy. Is that the case? And now we hear they both have RFPs."

Professor Farina: "There is a bit of a disagreement between the drafter and John about whether these things appear in two different places. The amendment does direct the drafter to reconcile this. So, if you adopt the resolution, I guess my job would be to make sure that those things appear if they don't now. I think the other way to look at it – John is it fair to say that this would collapse broad and narrow SCAs?"

Professor Guckenheimer: "No, I don't think it necessarily does."

Professor Farina: "No. Well let's forget that then."

Speaker Norton: "Were there other comments? Is everyone prepared to come to a vote on the first amendment? Do people understand?"

Professor Ron Booker, Neurobiology and Behavior: "I am just a little bit confused actually. Because it's hard for me to actually understand when I looked at the definition of what's broad and narrow, what criteria are actually being used to make that definition? And that could be an amazing moving target. You could worry about having transparency but if you don't have those things defined, and I'm not even sure if that's necessary, then how do you have transparency? So I really want this one to go, so five million dollars is the limit. I don't want this one to go, so two million dollars could be the limit. But in the language that I saw there, it just said that some are small and some are large. Are the faculty defined, or are the faculty not? So I can make it a narrow SCA by simply working hard at defining who the faculty are ahead of submitting the proposal? So in a way it's very complicated because it's really about

how you want to go about the process – unless I’m wrong – of actually setting up the arrangement personally. It becomes a choice of whether or not they want to have a broad approach or a narrow approach. And in a way it allows you to skirt some of the issues that people have raised. And I’m not even saying that is our argument to keep in the original wording because naturally I think the original wording is a little . . .

Professor Farina: “Narrow SCAs would have nothing to do with amount, first of all. It only has to do with range of faculty. And it is completely true that by how the initial project is structured, the project could be put in one category or the other. Absolutely true. Absolutely true.”

Speaker Norton: “Other comments on the amendment, on the first amendment? Seeing none, oh I do see a hand.”

Professor Risa Lieberwitz, ILR: “I’m a member of the committee. I am sorry to go around this again, but it does seem like it may be needed. The point that I wanted to underline in terms of speaking against the amendment has to do with the role of peer review, and to underline something that Cynthia said about maintaining the culture that we have as an academic institution - is that as a structural matter, not as an issue of personalities, which points to the issue of whether you trust someone or not, but as a structural matter that we respect the views of others and the way that we respect the views of other academics judging our work is through the peer review process. That’s the most traditional way to do it. And the reason for doing this besides transparency is that we are maintaining independence from the funder, which is the corporation. And so this is one way to reinforce the peer-review traditional ways in which we judge the merit of the proposals and grant applications. And it’s also a way in which we reassert the independence of the academic institutions to judge the merits of these proposals as opposed to simply allowing a corporation to interfere with that independence.”

Speaker Norton: “Are there other comments? If not I assume you are ready to come to a vote. All those in favor of adopting the amendment – that is deleting Section D and directing the chief drafter, that is Professor Farina, to reconcile the document in the absence of Section D – please say aye.”

“All opposed?”

“The chair is in doubt. Can I have a standing vote, please? Let me try this first. I am going to ask Professor Cooke and Dean Walcott to be my tellers. All those in favor of the amendment, please stand and remain standing. Remember only Senators can vote.

“Those opposed, please stand.

"Are there abstentions? Please stand. Is there anyone here who didn't vote, neither abstained or voted aye or no? Because folks we don't have a quorum. Let's try it one more time. All those in favor of the amendment, please stand. Some people obviously left because we had a quorum before.

Opposed, please stand. Let's see abstentions again, please.

"We still don't have a quorum. The chair regrets that we had people who must have left. I can announce the vote, but it's not official because we have no quorum. There is absolutely no point in proceeding to a debate on the second amendment or on the other action before us, that is, the resolution from the Library Board.

"We can have a discussion without vote that's true, but we still can't have a vote on it."

Professor Richardson: "I just want to make a very brief comment. I am very grateful to you (Prof. Farina) and the committee for all the work that you put in on this. It's a very, very thoughtful document and regardless of how this turns out, I will tell you I will use it as a guiding principle. However, I need to warn you that there will be times when what we are trying to sell and what we are trying to do aren't going to fit in the conceived model that you have. That's all I can promise you, is that it will be used as a guideline for developing the arrangement. And we will go to the LAC and have detailed discussions with them and we will involve them as early as possible when it looks like we have a live customer on line."

Speaker Norton: "Presumably we will have a quorum at our next meeting and I would hope that we can vote on it since we have had debates at this meeting. The chair assumes that everyone will be well informed at the next meeting, and we can carry this matter over until the May meeting. I don't think we are going to carry this over to next week, right and have an extra meeting? The chair will ask the body what you would prefer to do. Shall we call on Professor Arms to present the resolution from the Library Board? Professor Cooke says we can have a discussion even though we don't have a quorum. Why don't I do that so that we can at least introduce the motion from the Library Board? There is one small change in the language, which I have. If you have the one with the lines, it's line number 28. There is a small change in wording, 'editorial board if more reasonable pricing policies.'"

Professor William Arms, Computer Science and Member, Library Board: "Given that we have limited time, my personal recommendation is to stop so we can have a decent discussion at our next meeting."

Speaker Norton: "Okay, all right. We will hold this over at the request of this particular committee. And I will call on Professor Cooke for 'Good and Welfare' and then we will close this non meeting."

Professor J. Robert Cooke, Biological and Environmental Engineering: "This will be very short as well. This is the first public announcement (Appendix 4, 5) that we will hold a Cornell sponsored conference on open access scholarship during Independent Study, Monday, May 9, which will provide an opportunity for any academic department, center, college, a digital repository available to you for storing and making materials accessible worldwide. The repository will be open, organized by communities, by departments. Each unit would have control of its own procedures for adding material to that collection. It would all be digital documents – that can be manuscripts or it can be multi-media (which would include video) – that could be stored there. It will be freely accessible. It will be accessible worldwide using Google searches, now indexed to Google. We already have a very substantial collection of materials on line that are freely available without charge for viewing and downloading and using for personal use. We also have a print-on demand service and a DVD service that you can buy other copies if you wish. And we already have in progress capturing Cornell theses and dissertations. I will send a mailing to you, each member of the Senate, and to the department chairs in the near future. I would like you to reserve the May 9th date so you can participate. I hope that you would help organize your department."

Speaker Norton: "Thank you Professor Cooke.

"We are adjourned."

5:54 adjourned.

Respectfully submitted,

Cynthia R. Farina

Associate Dean and Secretary of the University Faculty

Appendix 2

RESOLUTION REGARDING FACULTY STATEMENT OF PRINCIPLES AND BEST PRACTICES CONCERNING STRATEGIC CORPORATE ALLIANCES

WHEREAS the Board of Trustees and the Administration, after studying the issues raised by Strategic Corporate Alliances, have formulated the following statements specifically governing these funding arrangements:

- Considerations & Principles Regarding Strategic Corporate Alliances (May 22, 2003), issued by the Research Subcommittee of the Board of Trustees
- Current Cornell Principles to Guide Development of Strategic Corporate Alliances (undated)
- Cornell University Strategic Corporate Alliance Plan (July 30, 2003); and

WHEREAS the Trustees have appropriately recognized that the Faculty should be deeply involved in the planning, execution and monitoring of any Strategic Corporate Alliances entered into by Cornell; and

WHEREAS a lengthy process of study, consultation and comment among the Faculty has produced the attached Faculty Statement of Principles and Best Practices Concerning Strategic Corporate Alliances,

THEREFORE BE IT RESOLVED that the Faculty Senate calls upon the Trustees and the Administration to implement the recommendations made in this Statement to govern the negotiation, formation, management, monitoring and evaluation of Strategic Corporate Alliances.

University Faculty Committee
April 5, 2005

Appendix 3

Amendments to Resolution on Faculty Statement of Principles & Best Practices Concerning Strategic Corporate Alliances:

Amendment 1: Delete Section D from the document that the Senate recommends for implementation by the Trustees and Administration, and instruct the chair of the committee that drafted the document to make all necessary reconciling changes within it.

The amended document will retain explicit statements that each alliance must have annual funding reports and RFP's (unless the distribution of funds is specified as part of a "narrow" SCA).

Rationale: Section D establishes procedures for internal funding decisions of "broad SCAs." These procedures are (1) too rigid and (2) express an underlying mistrust of SCAs with their emphasis on the need to protect academic integrity and fairness.

Throughout its deliberations, the Committee struggled with how we best protect the core principles of the university when corporate sponsors of an SCA make demands at conflict with those principles. The committee discussed the degree to which the management structure and operating procedures for SCAs should be prescribed in our Statement.

More specifically, Section D has three items: (1) that the Joint Steering Committee prepare requests for proposals, (2) review by "non-participating faculty" and (3) reporting requirements for funding decisions. Section C already discusses that there will be requests for proposals, and Sections E.2 states that funding decisions will be reported regularly. Section D repeats these requirements, but in language that suggests that those engaged in managing SCAs are likely to engage in inappropriate actions unless they are watched very carefully. This mistrust is reflected in the emphasis upon external accountability and the need to protect academic integrity and fairness in the initial head of the Section, in the use of the terms "clear and detailed notice" and "transparency ... to confirm that research funding ... has been evenhanded" in D.1, and in the emphasis on maximizing accountability in the grant process.

Item (2) prescribes evaluation of proposals by "non-participating faculty" based upon the principle that "peer review by disinterested scholars remains the premier method of assessing the merit of academic work." This is a distorted statement in that peer review is customarily sought from individuals with the greatest expertise, and these individuals are seldom disinterested in the matter at hand. The requirement that proposals be evaluated by panels of *only* non-participating faculty is too restrictive. It will burden us with staffing panels of faculty who are not allowed to benefit directly from their service, and it will lead to decisions that do not reflect the best technical expertise available. Furthermore, it will complicate the management of SCAs by limiting the ability of a Director to act without the consent of external panels. Removal of Section D eliminates the ill considered restrictions of D.2 without removing the requirements for RFPs and reporting delineated in D.1 and D.3.

Appendix 4

Appendix 5