

## **Resolution on the Overarching Agreement between Cornell and eCornell**

WHEREAS, the Faculty Senate in a resolution adopted on May 10, 2000 authorized the University Faculty Committee (UFC) to act on the Senate's behalf in its interactions with the Provost's Advisory Committee on Distance Learning (DL Committee) during the summer, and

WHEREAS, the UFC, acting under this authority, endorsed the July 11, 2000 preliminary report of the DL Committee, with the proviso that:

*"The Senate should be informed of any future change of status of the DL entity in a timely manner and with adequate time for Senate response. Such changes of status would include but not be limited to: the opening of the entity to investment by individuals or corporations, the offering of public stock in the entity, or the expansion of the entity's programs beyond the non-degree domain,"*

and

WHEREAS, the UFC has reviewed and approved the attached provisionally amended Overarching Agreement between Cornell University and Tower Innovative Learning Solutions, Inc. (TILS).

THEREFORE, BE IT RESOLVED, that the Senate endorses the Overarching Agreement (dated 11/14/00), subject to the UFC provisos specified above, and

BE IT FURTHER RESOLVED that the Senate commits to consider and respond as quickly as possible to the anticipated request for amendment to the Overarching Agreement from TILS.

### RATIONALE

The UFC, working with President Rawlings and Provost Martin, has reviewed a version of the Overarching Agreement between TILS (the corporation set up to offer distance learning programs as "eCornell") and Cornell University, and has proposed amendments that would make the agreement consistent with the July 11, 2000 recommendations of the DL Committee. The amended agreement is attached. The UFC recommends endorsement of this amended agreement by the Senate. At the time of writing this resolution, the UFC has not received a response from TILS or from the administration concerning the UFC's proposed revisions. Thus the Senate should understand that the version of the Overarching Agreement currently before it may not be the final one. Any substantial revisions to the agreement will be brought before the Senate for its further review. One such revision, in particular, seems likely, as described below.

The current version of the agreement prohibits eCornell from offering courses that could receive Cornell credit. However, TILS is now of the opinion that this would place it at a competitive disadvantage with respect to the distance-learning affiliates of other universities, which are offering credit for their courses. TILS is therefore likely to request that it be permitted to offer credit for certain of its programs. Credit for these programs would be granted by the

appropriate unit of Cornell University, and could not be used towards a Cornell degree. Since the UFC is of the opinion that it would be to nobody's benefit to restrict eCornell in a way that may cause it to fail, but since the offering of credit by a for-profit corporation is a complex and sensitive issue, the UFC recommends that the matter be discussed thoroughly but as expeditiously as possible by the Senate once a specific proposal for amendment of the Overarching Agreement is brought before it. This statement is made to express good will and cooperation with eCornell in the expeditious consideration of a complex issue of great importance to both faculty and the administration, but without prejudicing any eventual decision by the Senate.