



WRIGHT STATE UNIVERSITY

**Board of Trustees
Committee Meetings
Friday, October 23, 2020**

Finance, Audit, Governance and Compliance

9:00 a.m.

Minutes

Present: Dhishant Asarpota, Michael Bridges, Douglas Fecher, Sean Fitzpatrick,
Martin Grunder, Tom Gunlock, Bruce Langos, Andrew Platt, Bill Montgomery

Guests: Donna Braswell, Eric Bennett, Javan Conley, Sean Culley, Sue Edwards,
Burhan Kawosa, Doug Leaman, Mike Manzler, Shari Mickey-Boggs, Andy
Montesano, Greg Sample, Steve Sherbet, Lora Sidor, Kellie Tittle, Sommer
Todd

1. Call to Order

Trustee Bruce Langos, chair, called the meeting to order at 9:00 a.m. and welcomed the board members present as well as the guests.

Trustee Langos asked the secretary, Shari Mickey-Boggs, to call the roll. There was a quorum.

2. Conflict of Interest Statement

Trustee Langos read the conflict of interest statement.

It is of the utmost importance to ensure that all university decisions are free from any real or perceived conflicts of interest.

Therefore, please be mindful of all obligations with which you have been charged as a Trustee of Wright State University, and take the steps you deem appropriate to perform your duties fairly and impartially.

3. Committee Chair Comments

The meeting has been called by written notification; a quorum is present.

Chair's Statement:

The Wright State University Board of Trustees is a public body subject to the Ohio Open Meetings Act. It operates on a fixed agenda to those attending the meeting. Persons wishing to address the Board in its public session should submit a written request to the Board of Trustees' office 72 hours in advance of the meeting in order to be placed on the agenda. However, all persons address the Board at the invitation of the Board and are subject to time limitations and other guidelines established to maintain the good order of the meeting.

Trustee Langos asked the Chief Operating Officer for his comments.

4. Chief Operating Officer Comments

Mr. Sample thanked the Board of Trustees and indicated that with this meeting so close to the September meeting, reports would be brief. With that said, Mr. Sample asked Ms. Todd to update the Board of Trustees.

5. Monthly Financial Performance Reports

Ms. Sommer Todd, Director of University Fiscal Services, provided monthly financial updates. For FY2020, Sales and Service revenue was down \$4.7 M due to cancelled events at the Wright State Nutter Center, Parking and Transportation permits and fines, ticket sales from athletics, Guest and student housing and residence services. Have looked at our other revenues and have adjusted it down by about \$500,000 related to Wright State Nutter Center Ticket Master incentive and Student Union rental income and some conference income. Use of reserves is \$17M instead of \$12M projected for September.

FY2020 to FY2021 Actual Comparison

Total revenues and expenses are tracking similarly. Sales and Service categories were budgeted down will need to be adjusted down again for the anticipated year end.

FY2020 to FY2021 Single Month Comparison

Variances are in Sales and Service and other revenues. Tuition and fees while \$6M over budget for fall, are still down from fiscal year 2020. Expense are down in compensation and will be each month because the compensation budget was reduced.

Monthly Cash Report as of August 31, 2020

Steve Sherbet, University Bursar, reported the actual cash inflows and outflows results for FY2020 were \$102.6 M in Working Capital and \$10.8 M in Liquid Investments with a total working capital and illiquid investments balance of \$113.4 M. This is inflated from last year's \$90 M because of the \$7.1M we received from the Cares Act in which \$5.3M needs to be expended and also \$1.7M which need to be refunded for cancelled events. Forecasted cash sources are \$280M versus \$296M in cash uses which draws down the reserves \$17M to bridge the gap.

In investments, there was a small distribution in the month of August of \$49M distributed from SEI Pri-equity investment.

Projected reserves for July of 2021 is \$50M to \$60M.

6. Investment Reports

SEI investments very liquid, low interest, \$7.4M moved into two short term funds picking up basis points. Trying to gain the most interest we can during down time. Maintained by the Raj Soin College of Business students and has excellent track record long term.

Budgeted very conservatively on invest income for this upcoming year in terms of investment income compared to what we earned last year. Earned \$105,000 in July and August.

Brief update on Bond Refunding as we continue to work with our ITN (Invitation to negotiate) Bond advisor and we are in the final negotiations and hope to have the contract in place next week, we've also released an ITN bond underwriting services and are in the review process for those proposals and hope to use our financial advisor to help make the selection of who we would work with in terms of a bond writer or underwriters for this upcoming refunding issue. We are making progress and are on track with closing refunding occurring in April.

7. Approval of Contracts \$250,000-\$499,999

Mr. Sample asked for discussion on the contract for Garland Company Inc. There being no discussion, Trustee Langos asked the Secretary to read the resolution.

RESOLUTION 21-11

WHEREAS, in order for the university to conduct business on an on-going basis, and provide products and services in a timely manner, purchases must be made; and

WHEREAS, these expenditures may amount to greater than \$250,000 and less than \$500,000; therefore, be it

RESOLVED that authorization is granted for the accompanying contracts now before the Finance, Audit, Governance, and Compliance Committee of the Board of Trustees be, and hereby are approved.

Trustee Langos asked for a motion.

Trustee Platt made the motion and was seconded by Trustee Fecher and the resolution was unanimously approved by roll call vote.

8. Approval of Contracts \$150,000-\$249,999

Mr. Sample asked for discussion on three contracts Johnson Controls Fire Protection LP, Treasurer, State of Ohio and State of Ohio Attorney General's Office. Mr. Sample indicated that this was a notification to the Board of Trustees as this contract falls below the \$249,999 threshold for Board approval. There being no discussion, Trustee Langos moved to the next item on the agenda.

9. Other Business

There was no other business brought before the committee.

10. Executive Session

Trustee Langos stated, at this time, the Finance, Audit, Governance and Compliance Committee would like to enter into a Special Executive Session: for the purpose of discussing the matters identified on the agenda and in the resolution in the Board's materials: matters required to be kept confidential, the employment of a public employee, to prepare for or review negotiations or bargaining sessions with public employees, and to conference with the University's counsel regarding pending or imminent litigation

In accordance with the Ohio Open Meetings Act, the Wright State University Board of Trustees' Finance, Audit, Governance and Compliance Committee, after a majority of a quorum and by roll call vote, determines to hold a Special Executive Session.

Madame Secretary, will you read the resolution.

RESOLUTION 21-12

RESOLVED that the Wright State University Board of Trustees' Finance, Audit, Governance and Compliance Committee agrees to hold a Special Executive Session on October 23, 2020; and be it further

RESOLVED that pursuant to the Ohio Revised Code 121.22(G), the following issues may be discussed in Executive Session:

- Matters required to be kept confidential by federal law or regulations or state statutes per R.C. 121.22(G)(5);
- To consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee or official per R.C. 121.22(G)(1);
- To prepare for, conduct, or review negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment per R.C. 121.22(G)(4); and
- To conference with an attorney for the Board concerning disputes involving the University that are the subject of pending or imminent court action per R.C. 121.22(G)(3).

Trustee Langos offered the motion, seconded by Mr. Fecher.

Trustee Langos asked the Secretary to take a roll call vote:

The resolution was unanimously passed and the committee went into Executive Session at 9:30 a.m.

11. Adjournment

The Committee returned from Executive Session; Trustee Langos asked if there was any further business to discuss. There being none, Trustee Langos asked all those in favor of adjournment to please say aye – objections-there were none. The meeting adjourned at 10:45 a.m.

Respectfully submitted,

Fran Keeley