

# Wright State University

## Responsibilities and Expectations of University Trustees

Adopted: June 14, 2024

### A. Overview

The Board of Trustees of Wright State University is a public body charged by the state of Ohio with “doing all things necessary for the creation, proper maintenance, and successful and continuous operation of the university” (*Ohio Revised Code Section 3352: Wright State University*). To convey the duties trustees are expected to perform on behalf of the university, the university’s bylaws require the board adopt and periodically review a policy regarding guidelines and responsibilities of trustees.

The purpose of this policy is to assist trustees, as both a governing body and acting individually, in becoming familiar with, committed to, and able to abide by the many responsibilities of the board as set forth in the laws of Ohio and the bylaws of Wright State University.

While it is not possible to document every responsibility, this policy provides high-level guidance to assist trustees in understanding what is expected of them as members of the board.

### B. Scope

This policy applies to all trustees, including student trustees and national trustees.

### C. Responsibilities of the WSU Board as a Governing Body

Wright State University Trustees, and in particular voting trustees, are fiduciaries of the university, and as such are responsible for overseeing the institution’s mission, strategic plans, academic programs, and financial performance. Accordingly, the primary responsibilities of the board as a governing body include, but are not limited to, the following:

1. Developing, shaping, and overseeing the university’s mission, vision, and values.
2. Fostering a high level of academic excellence, and a focus on students and their success.
3. Selecting, setting compensation for, advising, supporting, and evaluating the university president.
4. Adopting strategic plans and priorities and delegating implementation of these to the president as may be appropriate.
5. Overseeing compensation and terms of employment for university employees as may be necessary for the successful operation of the university.
6. Promoting fiscal integrity and sustainability by exercising stewardship over university resources, approving operating and capital budgets, setting tuition and fees, and overseeing university assets.
7. Adopting bylaws and policies for appropriately governing the university and exercising oversight of institution’s compliance with applicable laws and regulations.

7. Developing and administering and administering policies, procedures, and controls to promote the efficient and orderly governance of the university, while taking care not to become involved in day-to-day decisions or operations.
8. Ensuring that appropriate succession plans are in place for the president and administrative officers.
9. Serving as an advocate of higher education and Wright State University, representing the university to the community at large, and protecting the reputation of the institution.

### **C. Expectations of Individual Trustees**

To maximize effective service on the board, trustees must actively engage with, learn about, and participate in a wide variety of activities, meetings, and events in furtherance of the university's long-term success. At the highest level, trustees are expected to:

1. Devote the time, attention, and preparation necessary to perform as an informed, effective trustee, and to attend all board meetings and meetings of standing or special committees to which a trustee has been assigned, absent extraordinary circumstances and unforeseeable events. (Attendance at all committee meetings regardless of whether a member or not is encouraged).
2. Support the role of the president of the university as chief executive officer when he or she is carrying out delegated authority for all academic, administrative, fiscal, and personnel matters.
3. Maintain a keen sensitivity to the boundary between board oversight and guidance and day-to-day institutional management and administration.
4. Engage as an active and collegial participant in meetings and events, acting and speaking according to one's individual conviction, while supporting the majority decisions of the board.
5. Placing the interests of the university before personal interests.
6. Be a vigorous advocate for the university and act in the best interests of the institution and its students.
7. Develop and maintain familiarity with critical aspects of the university including, but not limited to, its culture, governance, academic programs, organizational structure, strategic plans, financing, and measures of performance.
8. Exemplify the highest standards of ethical behavior, conduct business with appropriate decorum and transparency, and adhere to the highest ethical standards as set forth in board bylaws, policies, and Ohio law.
9. Comply always with applicable laws concerning open meetings and public records laws, while maintaining confidentiality of non-public board matters.
10. Refrain from speaking on behalf of the board unless expressly authorized to do so.
11. Engage with the university community and its people, through activities such as attending commencement exercises, observing classes, engaging administrators and members of the faculty, interacting with student groups, visiting regional campuses, attending sporting and fundraising events, etc.

12. Seek out and participate in board orientation and continuing education.
13. Support fundraising and other development efforts through personal giving when able, with a willingness to solicit others, and serve as a liaison between the university and the community at large.
14. Serve on university search committees for key administrative positions when able.

#### **E. Policy Review**

The board of trustees, through its Finance, Audit, Governance, and Compliance Committee shall review and assess this policy at least once every three years.