

C. Executive Committee Meeting

Mr. Fecher, chair, will report on the committee meeting of September 8, 2017.

**Executive Committee
Meeting of September 8, 2017**

Minutes

Present: M. Bridges, D. Fecher (not present; participated by teleconference) A. Goyal, G. Ramos

Guests: L. Chan, D. Kimpton, C. Schrader

Dr. Goyal called the meeting to order at 3:00 p.m. and read the conflict of interest statement.

Executive Committee Responsibilities

Mr. Fecher, chair, led the discussion on the responsibilities of the newly created Executive Committee. The Wright State University Executive Committee's creation is authorized by the current Wright State University Board of Trustees Bylaws as follows:

An executive committee may be created and shall be composed of at least four members of the board appointed by the chair and approved by the board. This committee shall have broad powers to act in all matters not deemed by the chair of the board and the president of the university as of sufficient importance to command the immediate attention of the whole board. All acts of the executive committee shall be subject to approval by the board, except those wherein the board has delegated to the executive committee full power to act for the board.

Key reasons for having an Executive Committee include providing timeliness in handling matters that arise or develop between board meetings and the Executive Committees ability to act in certain situations without convening a full board.

Executive Committee membership includes the Chair, Vice Chair, Secretary, and Immediate Past Chair with University support provided by the Secretary to the Board of Trustees.

Executive Committee Goals for 2017-2018

Mr. Fecher outlined some goals for the Executive Committee to consider undertaking for the 2017-2018 academic year. These include:

- Recommend to the full Board the goals and objectives for the University President's achievement in 2017-2018.
- Develop and implement a formal performance assessment methodology for Wright State's President. In the past, the University President received a formal review in December, but with Dr. Schrader's start date of July 1, 2017, her yearly review would be accomplished by June 30, 2018.

- Develop and recommend a Board policy on University purview employees. Purview employees under this goal are employees whose position, by nature, exposes the University to a higher reputational risk; for example, a football coach, basketball coach, provost or president. Except for the President, none of these employees report to, or are managed by the Board. However, part of the Board's duties is to manage and oversee risk and having a list of those purview positions could help in the development of policies to manage and mitigate risks.
- Develop compensation recommendations for full Board consideration. Future compensation recommendations duties would be moved to the Executive Committee instead of with an ad hoc Executive Compensation committee.

A discussion ensued about the difference between executive bonus and executive incentives. Wright State uses executive incentives which are based upon previously agreed upon goals and performance levels and represent a portion of salary at risk.

A question was raised about purview employees and where final decision making authority lies. If a disagreement arises concerning a decision and the Board's position, what is the final determination on disagreement remediation? This question was left open for further clarification.

- **Executive Session**

Dr. Goyal requested the Executive Committee enter in to an Executive Session to discuss personnel matters.

The Executive Committee, by majority vote, elected to go into Executive Session at 3:11 p.m. in the Wright Brothers Room, Student Union.

The following Committee members were present:

Present

Michael Bridges
Anuj Goyal
Grace Ramos

Absent

Douglas Fecher (Phone in)

Other Trustees in Attendance: none

RESOLUTION 18-6

RESOLVED that the Wright State University Executive Committee of the Board of Trustees agreed to hold a Special Executive Session on Friday, September 8, 2017; and be it further

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

- Personnel Matters

The Executive Committee adjourned their Executive Session at 4:12 p.m. and returned to Public Session.

The meeting was adjourned at 4:12 p.m.

Respectfully Submitted,
Deborah Kimpton