



WRIGHT STATE UNIVERSITY

BOARD OF TRUSTEES

OFFICIAL PROCEEDINGS OF THE THREE HUNDRED AND NINETY-FOURTH MEETING September 14, 2023 at 2:30 p.m.

Endeavour Room, Student Union 156

MINUTES

- Present:** Chair Gunlock, Vice Chair Platt, Secretary Kejriwal, D. Conway, J. Ebbing, D. Fecher, E. Ferris, M. Grunder, B. Langos (Webex on Thursday), J. Thompson, C. Jenkins, R. Shah, R. Peters,
- Absent:** A. Goyal, B. Bucklew, B. Whiteside
- Guests:** President Edwards, Provost Thompson, G. Sample, B. Kawosa

I. CALL TO ORDER

Chair Gunlock called to order the September 14, 2023 meeting at 2:30 p.m.

A. Roll Call

Chair Gunlock asked the Secretary, Daniel Palmer, to call the roll. A quorum was present with nine members present. Chair Gunlock read the Chair's Statement and the Conflict of Interest Statement.

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 available 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.

Conflict of Interest Statement

It is of 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.

II. REPORT OF THE CHAIR

Chair Gunlock began his report by recognizing the newest trustee, Lt. Gen. (Retired) John F. Thompson. He shared that Trustee Thompson was the former commander of the Space and Missile Systems Center in California. Prior to that, he served at Wright-Patterson Air Force Base, commanding the Air Force Life Cycle Management Center.

Chair Gunlock thanked Governor DeWine for the consideration of key initiatives of the University as Trustee Thompson will certainly assist in strengthening the relationship with Wright-Patterson.

Sean Culley then administered the Oath of Office to Trustee Thompson.

Trustee Thompson expressed his appreciation and excitement for being a member of the Board and was looking forward to the work ahead.

III. AMENDING THE BYLAWS OF THE BOARD OF TRUSTEES

Chair Gunlock asked Secretary Kejriwal to outline the changes to the bylaws.

Secretary Kejriwal noted the revisions included (1) increasing the number of National Trustees from 4 to 6; (2) clarifying National Trustees can only chair special committees; and (3) that the National Trustees should possess experience in areas of strategic importance to the University.

Secretary Palmer read the following resolution:

AMENDING BYLAWS OF THE BOARD OF TRUSTEES

RESOLUTION 24-01

WHEREAS, the Board has determined to revise its Bylaws to permit the appointment of additional National Trustees; therefore, be it

RESOLVED that the proposed bylaws submitted to this meeting are approved effective immediately; and be it further

RESOLVED that the Bylaws previously adopted by the Board of Trustees on September 17, 2021 are hereby superseded.

Secretary Kejriwal moved to approve the resolution and Vice Chair Platt seconded. The motion was unanimously approved by a roll call vote (9,0,0).

IV. APPOINTMENT OF NATIONAL TRUSTEE

Chair Gunlock next introduced a resolution to nominate Doug Fecher as a National Trustee.

Secretary Palmer read the following resolution:

APPOINTMENT OF DOUG FECHER TO THE BOARD OF TRUSTEES

RESOLUTION 24-02

WHEREAS, Article III, Section 3 of the Bylaws of the Board of Trustees permits the appointment of up to six National Trustees to serve as ex-officio members of the Board; and

WHEREAS, Douglas A. Fecher, appointed by Governor John Kasich, honorably served as member of the Board of Trustees for nine years; and

WHEREAS, Mr. Fecher served in various roles as a trustee, including Chair of the Board of Trustees and Chair of the Finance, Audit, Governance, and Compliance Committee; and

WHEREAS, Mr. Fecher was instrumental in Wright State University returning to fiscal sustainability, strengthening various Board level policies; and

WHEREAS, Mr. Fecher possesses skills and experience in areas of strategic importance to the University, providing a valuable perspective on a variety of initiatives; therefore, be it

RESOLVED that the Board of Trustees appoints Douglas A. Fecher to the Board of Trustees as a National Trustee to a three-year term expiring September 2026.

Chair Gunlock shared that Doug Fecher is the only trustee that was on the Board when Wright State found itself in tough times. He noted that Mr. Fecher dedicated nine years to the University and wanted to continue his service. Chair Gunlock stated that Mr. Fecher's presence on the Board would be invaluable as the University begins to review the board policies and make strategic financial decisions.

Vice Chair Platt moved to approve the resolution and Trustee Ebbing seconded. The motion was unanimously approved by a roll call vote (9,0,0).

Finally, Chair Gunlock made the following appointments:

- Trustee Thompson was appointed to the Academic and Student Affairs Committee and the Special Committee on Aerospace and Defense.
- Trustee Fecher was appointed to the Finance, Audit, Governance, and Compliance Committee and the Special Committee on Athletics and Campus Recreation.
- Student Trustee Crabtree was appointed to the Academic and Student Affairs Committee.

V. RECESS

Chair Gunlock announced the Board of Trustees would stand in recess until 9:00 a.m. on Friday morning.

VI. RECONVENE

A. Roll Call

The Board reconvened at 9:00 a.m., on Friday, September 15, 2023. Chair Gunlock asked for the roll call.

Secretary Palmer called the roll and a quorum was present eight members present.

B. Disposition of the Previous Minutes

Vice Chair Platt moved approve the minutes of the June 16, 2023 Public Session and Secretary Kejriwal seconded. The minutes were unanimously approved by a voice vote.

VII. EXECUTIVE SESSION

Chair Gunlock requested the Board move into Executive Session pursuant to Revised Code Section 121.22(G).

Secretary Palmer read the following resolution:

EXECUTIVE SESSION

RESOLUTION 24-03

RESOLVED that the Wright State University Board of Trustees agreed to hold an Executive Session on September 15, 2023; and be it further

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

- To consider the appointment, employment, dismissal, discipline, promotion, demotion, or compensation of a public employee or official pursuant to Revised Code Section 121.22(G)(1); and
- The sale and purchase of real estate pursuant to Revised Code Section 121.22(G)(2); and
- Conference with an attorney for the Board regarding disputes with the Board that are subject of pending or imminent litigation pursuant to Revised Code Section 121.22(G)(3); and
- Preparing for, conducting, or reviewing negotiations or bargaining sessions with public employees concerning their compensation or other terms and conditions of their employment pursuant to Revised Code Section 121.22(G)(4); and
- Matters Required to be Kept Confidential Pursuant to Federal Law or State Statute pursuant to Revised Code Section 121.22(G)(5).

Trustee Ebbing moved to approve the resolution and Secretary Kejriwal seconded. The motion was unanimously approved by a roll call vote (8,0,0).

VIII. RECONVENE

The Board of Trustees, at the calling of Chair Gunlock, reconvened at 10:59 a.m. Chair Gunlock asked the Secretary to call the roll and a quorum was present.

IX. REPORT OF THE CHAIR

Chair Gunlock recognized Madisyn Crabtree the newest student trustee.

Sean Culley then administered the Oath of Office to Student Trustee Crabtree.

Student Trustee Crabtree shared she that is excited for the opportunity to serve in this capacity.

Next, Chair Gunlock, welcomed everyone to the first meeting of the 2024 academic year. He stated he had two items to share to remind us how far the University has come. The first was an email from a faculty member voicing their concern about referring to students as customers and the second was a tweet thanking President Edwards for handing out water on move-in day. Chair Gunlock noted that today it is a buyer's market and that students have many choices. He stated that it is important that that the University exhibits exceptional customer service which does not mean lowering the standards of the University.

A. Reports

Chair Gunlock accepted the Advancement, Communications, Foundation, and Marketing written reports.

X. REPORT OF THE PRESIDENT

Chair Gunlock recognized President Edwards for the report of the President.

President Edwards thanked everyone for working to move the University forward. She shared it is a great time to be a part of the campus community. She noted that campus was alive and vibrant, with record student attendance at several annual events.

President Edwards noted the many changes to locations of various units across campus and the significant improvements made to the Student Union.

President Edwards highlighted the First Weekend at Wright State, noting the success of the Operation Move-In and the first "Clap-In" held in the Quad. She noted the significant amount of the campus community that came to support the new students at Wright State.

Finally, President Edwards noted that five years ago, Seth Gordon had a vision for a garden for the veterans on campus to celebrate their contributions and sacrifices to the United States. She noted the tremendous success of the ribbon cutting of the Captain Shawn English Champion Garden the previous week and the significance of the Champion Garden on campus.

A. Approval of New Hires, Appointments, Promotions, and Separations

President Edwards offered the academic and administrative appointments and changes as part of the meeting attachments to the Board of Trustees for approval.

Secretary Palmer read the following resolution:

APPROVAL OF NEW HIRES, APPOINTMENTS, PROMOTIONS, AND SEPARATIONS

RESOLUTION 24-04

RESOLVED that the academic and administrative appointments, changes, retirement, departmental reporting, resignations and terminations submitted to this meeting be, and the same hereby are approved.

Vice Chair Platt moved to approve the resolution and Secretary Kejriwal seconded. The motion was unanimously approved by a roll call vote (8,0,0).

B. Approval of Research Contracts and Grants

President Edwards shared that Wright State University recorded 275 awards totaling \$53,645,511 in external funding for the time period of July 1, 2022 – June 30, 2023. Recent funding received by the University included \$704,534 from the National Security Agency to Dr. Fathi Amsaad in the Computer Science and Engineering Department for the Cybersecurity National Pathway to Success (NPS) program. The NSP program supports transitioning students from a 2-year community college program to a bachelor's degree program in 4-year Academic Excellence in Cybersecurity (CAE) university and which will grow the Cybersecurity workforce nationwide.

Secretary Palmer read the following resolution:

APPROVAL OF RESEARCH CONTRACTS AND GRANTS

RESOLUTION 23-05

RESOLVED that the research contracts and grants submitted to this meeting be, and the same hereby are approved.

Secretary Kejriwal moved to approve the resolution and Trustee Conway seconded. The motion was unanimously approved by a roll call vote (8,0,0).

XI. REPORTS OF COMMITTEES OF THE BOARD

A. Academic and Student Affairs

Chair Gunlock asked Trustee Conway to give her report on yesterday's Academic and Student Affairs Committee meeting.

Trustee Conway shared the importance of improving the University's retention rate and striving for excellent customer service as the students are the University's customers. She congratulated Ms. Schaurer and her team for increasing enrollment to over 11,000 students.

Chair Conway noted that the committee approved one resolution to be considered by the full board.

She offered the following resolution:

APPROVAL OF EMERITUS REQUESTS

RESOLUTION 24-06

WHEREAS, faculty members who have served ten or more years as fully-affiliated and full-time members at Wright State University will automatically be granted the emeritus title upon retirement and upon written request by the faculty member to the provost; and

WHEREAS, the listed faculty members served the University in a fully-affiliated and full-time status and have formally requested emeritus status; therefore, be it

RESOLVED that the requests for emeritus status for the aforementioned faculty members, as submitted to this meeting be, and the same hereby are endorsed.

The resolution was unanimously approved by a roll call vote (8,0,0).

B. Finance, Audit, Governance, and Compliance

Next, Trustee Ferris discussed the Finance, Audit, Governance, and Compliance committee, including the strong enrollment numbers presented the previous day. She reminded everyone that the University must remain steadfast in its fiscal discipline that has steadied the ship. She stated that fiscal discipline must continue to be a long-term practice for the University in order to ensure long-term sustainability.

She offered the following resolution:

APPROVAL OF EXPENDITURES

RESOLUTION 24-07

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 up to \$500,000, requiring committee approval, or may exceed \$500,000, requiring Board of Trustees approval; therefore, be it

RESOLVED that authorization is granted for the accompanying contracts greater than \$250,000 and up to \$500,000 before the Finance, Audit, Governance, and Compliance Committee; and be it

RESOLVED that authorization is granted for the accompanying contracts exceeding \$500,000 before the Board of Trustees.

Chair Ferris noted that the WOEf Board contract was voted on separately to avoid any conflicts of interest. The WOEf Board contract was approved unanimously with Trustee Ebbing abstaining (7,0,1)

The resolution with the remainder of the contracts was unanimously approved by a roll call vote (8,0,0).

XII. REPORT OF THE FACULTY PRESIDENT

Chair Gunlock invited Dr. Ganapathy to provide her report.

Dr. Ganapathy delivered the Faculty Senate report and indicated an excitement of working with the Board of Trustees during her term as Faculty Senate president.

XIII. REPORT OF THE STUDENT TRUSTEES

Chair Gunlock invited student Trustees Madisyn Crabtree and Chris Jenkins to provide their report.

Trustees Jenkins and Crabtree provided an overview of campus life that has occurred in the Fall 2023 semesters expressed excitement for the remainder of the upcoming academic year.

XIV. PRESENTATION: CAMPUS FACILITY UPGRADES

Mr. Javan Conley, Associate Vice President of Facilities Operations, presented on the various campus facilities changes that occurred over the summer.

XV. OLD BUSINESS

Mr. Greg Sample shared that Wright State University was granted special campus property development privileges for the current biennium, requiring the Board to amend a previously passed resolution.

Secretary Palmer read the following resolution:

APPROVAL OF COMMERCIAL DEVELOPMENT OF COLONEL GLENN HIGHWAY

RESOLUTION 24-08

WHEREAS, the Board of Trustees previously authorized the commercial development of property along Colonel Glenn Highway under Resolution 23-08 on September 16, 2022; and

WHEREAS, the 135th General Assembly adopted section 733.80 of Am. Sub. House Bill 33, permitting Universities located in a county population between 165,000 and 175,000 as of the 2020 census to directly enter into a land lease with a developer for commercial property development, provided several conditions are met; and

WHEREAS, Greene County, Ohio had a census population of 167,966 in the 2020 census, permitting Wright State University to utilize this section of code; and

WHEREAS, the University continues to have interest in commercial development of property along Colonel Glenn Highway; and

WHEREAS, the University must determine that (1) The interests of Wright State University will be promoted by entering to a lease with the developer; (2) The plans submitted by the developer are satisfactory to the University; (3) The developer has established financial responsibility and satisfactory plans for financing; (4) The lease has commercially reasonable terms that are favorable to Wright State University; and (5) The property identified in the plan is not required for the use of the University for the term of the lease; therefore be it

RESOLVED that the Board of Trustees authorizes the President, or her designee, to work with a developer to formulate a commercial development plan for the property that meets the provisions of section 733.80 of Am. Sub. House Bill 33; and be it further

RESOLVED that the Board delegates authority to the Chair of the Board of Trustees and the Chair of the Finance, Audit, Governance, and Compliance Committee to review and determine if the commercial development plan satisfies the provisions in section 733.80 of Am. Sub. House Bill 33, and shall inform the Board of Trustees of their findings in writing; and be it further

RESOLVED that the President, or her designee, is authorized and directed to enter into the lease agreement on behalf of the University, without further action by the Board, unless either Chair objects; and be it further

RESOLVED that the President, or her designee, is authorized and directed to take and perform all lawful actions she reasonably determines are appropriate to effectuate the Board's directives herein.

Secretary Kejriwal moved to approve the resolution and Trustee Ebbing seconded. The motion was unanimously approved by a roll call vote (8,0,0).

XVI. NEW BUSINESS

Mr. Sample presented on the resolution authorizing the University to enter into an intergovernmental agreement with the Department of Medicaid.

Secretary Palmer read the following resolution:

**AUTHORIZATION OF INTERGOVERNMENTAL AGREEMENT WITH THE
DEPARTMENT OF MEDICAID**

RESOLUTION 24-09

WHEREAS, Medicaid reimbursements, which support the advancement of public and economic health in targeted areas consistent with the Ohio Medicaid plan, can be enhanced through supplemental payments; and

WHEREAS, Intergovernmental Transfers are contributions public entities can make to a state in order to finance the nonfederal share of Medicaid payments; and

WHEREAS, Wright State University plays a critical role in our region's healthcare delivery system, and

WHEREAS, Wright State University operates a School of Medicine and various degree programs in areas of allied health which would benefit from increased Medicaid reimbursement; and

WHEREAS, Wright State University qualifies as a public entity for the purposes of this program; therefore, be it

RESOLVED that the Board of Trustees authorizes the President, or her designee, to enter into an Intergovernmental Agreement with the Ohio Department of Medicaid for the purpose of making intergovernmental transfers; and be it further

RESOLVED that the President, or her designee, shall inform the Board Chair (and the Chair of the Finance, Audit, Government, and Compliance Committee) prior to executing any intergovernmental payment in order to assure the proposed agreement is in the University's best interests; and be it further

RESOLVED that the President, or her designee, is authorized and directed to take and perform all

lawful actions she reasonably determines are appropriate to effectuate the Intergovernmental Agreement.

Vice Chair Platt moved to approve the resolution and Secretary Kejriwal seconded. The motion was unanimously approved by a roll call vote (8,0,0).

Finally, Mr. Burhan Kawosa shared that because of a change in the Revised Code, the University Board of Trustees must examine the transcript withholding policy. He indicated the administration would return with suggested changes at the December Board meeting.

Secretary Palmer read the following resolution:

REVIEW OF UNIVERSITY TRANSCRIPT WITHHOLDING POLICY

RESOLUTION 24-10

WHEREAS, Wright State University students enter into Acknowledgment of Financial Responsibility upon registering for courses; and

WHEREAS, the Acknowledgement of Financial Responsibility states that should the student fail to pay by the scheduled due date, the University will place a financial hold on the student account, preventing registration for future classes and receipt of transcripts and diploma; and

WHEREAS, as required by section 3345.027 of the Revised Code, the University will not withhold a student's official transcript from a potential employer, provided that the student has authorized the transcripts to be sent to the employer and the employer affirms that the transcripts are a prerequisite for employment; and

WHEREAS, section 3345.027 of the Revised Code requires the Board of Trustees to evaluate the transcript withholding policy; therefore, be it

RESOLVED that the Board of Trustees affirms Wright State University's withholding practice; and be it further

RESOLVED that the Board of Trustees will evaluate recommended changes to the current policy at the subsequent meeting.

Trustee Ferris moved to approve the resolution and Trustee Ebbing seconded. The motion was unanimously approved by a roll call vote (8,0,0).

XVII. ADJOURNMENT

With no further business before the Board, Trustee Conway moved to adjourn the meeting and Secretary Kejriwal seconded. The motion was unanimously approved by a roll call vote. The meeting adjourned at 12:03 p.m.