



# WRIGHT STATE UNIVERSITY

## *Board of Trustees*

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**DATE:** September 12, 2023

**TO:** Members of the Board of Trustees

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Andy Platt, Vice Chair  
Ranjan Kejriwal, Secretary  
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**FROM:** Daniel Palmer  
Secretary to the Board of Trustees

**SUBJECT:** Summary of Proposed Changes to the Board of Trustees Bylaws

## **SUMMARY:**

The proposed amendment will modify Article III, Section 3 (page 12) of the Bylaws to increase the maximum number of National Trustees serving concurrently from four to six and adding that National Trustees should possess “expertise in strategic areas of importance to the University.” The amendment further clarifies that those nominated to serve as a National Trustee shall be approved by an affirmative majority of the Board of Trustees eligible to vote (Gubernatorial Appointees). Finally, the proposed amendment stipulates National Trustees may only serve as committee chairs of Special Committees as defined in Article III, Section 2 of the Bylaws.

The amendment also updates page 22 of the Bylaws, reflecting the approval date of this amendment if adopted by the Board of Trustees.

Amendments to the Bylaws must first be considered by the Finance, Audit, Governance, and Compliance Committee and receive 2/3 approval by the Board in its Public Session. Once approved, additional National Trustees may be considered and approved by a simple majority vote by the Board.