



***BOARD OF TRUSTEES***

**OFFICIAL PROCEEDINGS OF THE  
FOUR HUNDREDTH AND FIRST MEETING  
Thursday, February 20, 2025 at 2:30 p.m.**

**Endeavour Room, Student Union 156**

**MINUTES**

**Present:** Chair Gunlock, Vice Chair Conway, J. Ebbing, R. Kejriwal, E. Miller, R. Peters, A. Platt, J. Thompson, M. Crabtree, L. Johnson, B. Bucklew, D. Fecher, A. Goyal, B. Whiteside, J. Wilson

**Absent:** Treasurer Ferris

**I. CALL TO ORDER**

Chair Gunlock called to order the February 20, 2025 meeting at 2:30 p.m.

**A. Roll Call**

Chair Gunlock asked the Secretary, Sean Culley, to call the roll. A quorum was present. 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. EXECUTIVE SESSION**

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

Secretary Culley read the following resolution:

### **RESOLUTION 25-18**

RESOLVED that the Wright State University Board of Trustees agreed to hold an Executive Session on February 20, 2025; 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
- Matters Required to be Kept Confidential Pursuant to Federal Law or State Statute pursuant to Revised Code Section 121.22(G)(5).

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

## **III. RECONVENE**

### **A. Roll Call**

The Board of Trustees, at the calling of Chair Gunlock, reconvened at 3:52 p.m. Chair Gunlock asked Board Secretary Culley to call the roll and a quorum was present.

## **IV. RECESS**

Chair Gunlock moved the Board of Trustees into recess to begin the committee meetings.

## **V. RECONVENE**

## **A. Roll Call**

The Board of Trustees, at the calling of Chair Gunlock, reconvened at 9:00 a.m. on Friday, February 21st. Chair Gunlock asked Secretary Sean Culley to call the roll and a quorum was present.

## **B. Student Performance**

Mr. Steven Aldredge introduced Ms. Claire Northcutt to provide a vocal performance with Wade Russo accompany Claire on the piano.

## **C. Disposition of Previous Minutes**

Trustee Conway moved to approve the minutes and Trustee Thompson seconded. The minutes were unanimously approved by a roll call vote (8,0,0).

# **VI. REPORT OF THE CHAIR**

## **A. Opening Remarks**

Chair Gunlock welcomed guests and noted the University was continuing its strong trajectory into 2025, with many new transformative partnerships on the horizon. He noted excitement that the FAA has began their review of the University's Part 141 licensure for the Flight School. He noted that obtaining the certification was a big deal, reducing required flight hours to become a commercial pilot by up to 500 hours, streamlining the degree attainment and making the education more affordable.

Chair Gunlock also noted Wright State University's leadership on the implementation of the Science of Reading in Ohio. He highlighted that Wright State received two competitive grants for implementation and was able to implement the curriculum in its teacher licensure programs in the current semester. He added the rapid implementation of this program was a heavy lift, but it would surely benefit Ohio's elementary students for years to come, dramatically improving student performance in reading.

## **B. Appointment to Committees**

Chair Gunlock noted the Performance Review and Goals for President Sue Edwards, which is done on an annual basis, would be undertaken by the Compensation Committee to evaluate progress towards the goals established by the Board of Trustees. During this time, he noted the committee would also review the existing goals and assess any needed modifications.

Chair Gunlock noted the Board bylaws stipulate the Vice Chair of the Board of Trustees chairs the Compensation Committee, and he indicated that Trustee Conway had agreed to fill that role. He appointed himself along with Trustee Ferris to serve alongside Trustee Conway.

Chair Gunlock also appointed a Special Committee for Nominating purposes to consider Board officers for Fiscal Year 2026. Chair Gunlock indicated he would chair the committee as outgoing Chair. He appointed Trustee Fecher and Trustee Goyal to also serve on the committee.

Secretary Culley read the following resolution:

### **APPROVAL OF COMMITTEE APPOINTMENTS**

#### **RESOLUTION 25-19**

WHEREAS, Article I Section 6 of the Bylaws of the Wright State University Board of Trustees empowers the Chair to appoint members to standing and special committees with the advice and consent of the Board; therefore, be it

RESOLVED that the committee appointments as submitted to the meeting be, and the same hereby are approved.

Trustee Ebbing moved to approve and Trustee Thompson seconded. A roll call vote was conducted and the resolution passed unanimously (8,0,0).

#### **C. Reports**

Chair Gunlock accepted written reports from the following: Advancement, Communications, Foundation, and Marketing. The reports are contained in the Board attachments.

### **VII. REPORT OF THE PRESIDENT**

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

President Edwards began her report by highlighting the Presidential Scholars recruitment event held on campus, noting that the impressive high school students in attendance were competing for full-tuition scholarships at Wright State University. President Edwards also noted the successful homecoming festivities that culminated with the Alumni Achievement Awards, recognizing alumni that were making a tremendous impact on the community and the world. Finally, President Edwards thanked the University Archives for the excellent visit by the Board of Trustees after Committee Day.

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

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

Secretary Culley read the following resolution:

### **APPROVAL OF NEW HIRES, APPOINTMENTS, PROMOTIONS, AND SEPARATIONS**

## **RESOLUTION 25-20**

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 Conway moved to approve and Trustee Miller seconded. Chair Gunlock asked that each Board Member review the names and confirm that they do not have a conflict. The resolution 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 had recorded 176 awards totaling nearly \$44 million in external funding for the time period of July 1, 2024 – January 31, 2025.

Secretary Culley read the following resolution:

## **APPROVAL OF RESEARCH CONTRACTS AND GRANTS**

### **RESOLUTION 25-21**

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

Vice Chair Conway moved to approve and Trustee Ebbing seconded. The resolution was unanimously approved by a roll call vote (8,0,0).

## **VIII. REPORTS OF COMMITTEES OF THE BOARD**

### **A. Academic Affairs and Student Success**

Chair Gunlock asked Trustee Ebbing to give his report on the Academic Affairs and Student Success Committee meeting.

Trustee Ebbing noted the Board was pleased to have Dr. Jim Denniston join the University as acting Provost and noted he had already made great strides in his new role.

He noted the committee received several positive reports from the Provost and the Vice President for Enrollment Management. He added that by all measures, the University continues to see positive results from a strongly executed enrollment management plan as shown by the year over year increase of Spring enrollment.

### **B. Finance, Audit, Governance, and Compliance**

Next, Chair Gunlock asked Trustee Thompson to give his report on the Finance, Audit, Governance, and Compliance Committee meeting.

Trustee Thompson noted the committee received a very positive report from the finance team. He noted the Fall 2024 enrollments were stronger than projected, having both a positive impact on the operating results and cash balances. He added that the results were certainly something to be celebrated and noted the University would continue the practice of exercising fiscal discipline and avoiding complacency to ensure the continued success of the financial management.

Trustee Thompson noted that the committee approved two resolutions to be considered by the full board.

He offered the following resolution:

#### **APPROVAL OF EXPENDITURES**

##### **RESOLUTION 25-22**

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 exceeding \$500,000 before the Board of Trustees.

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

Trustee Thompson offered the following resolution:

#### **AUTHORIZATION TO SERVE AS THE RISK MANAGEMENT INSURANCE CONSORTIUM FISCAL AGENT**

##### **RESOLUTION 25-23**

WHEREAS, since 1994, Wright State University, along with the Inter-University Council (IUC) institutions, have worked as a group to purchase property and casualty insurance; and

WHEREAS, the IUC Insurance Consortium was incorporated as a non-profit corporation in 2015, and was subsequently referred to as the Risk Management Insurance Consortium (RMIC) since 2018; and

WHEREAS, the RMIC is considering a change in its fiscal agent for the organization as part of long-term sustainability planning; and

WHEREAS, Wright State University has indicated an interest in serving as the fiscal agent for the RMIC, ensuring long-term success of the group insurance pool; therefore, be it

RESOLVED that the Board of Trustees authorizes the President, or her designee, to enter into an agreement with the RMIC for the purposes of Wright State University serving as its fiscal agent if an agreement is reached between the parties; 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 of the terms of the proposed agreement, and circulate the proposed agreement to the Trustees, at least five (5) days prior to execution; and be it further

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

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

**IX. REPORT OF THE FACULTY PRESIDENT**

Dr. Wooley delivered the Faculty Senate report and indicated her priorities for Faculty Senate during the current semester.

**X. REPORT OF THE STUDENT TRUSTEES**

Chair Gunlock invited student Trustees Madisyn Crabtree and Lauren Johnson to provide their report. Trustees Crabtree and Johnson provided an update on student activities during the Spring 2025 semester, including Homecoming.

**XII. OLD BUSINESS / NEW BUSINESS**

Chair Gunlock noted there was one item of new business before the Board of Trustees.

Secretary Culley read the following resolution:

**AUTHORIZING COUNSEL TO REQUEST A FORMAL OPINION**

**RESOLUTION 25-24**

WHEREAS, The University is involved in a dispute known to its General Counsel, senior administration, and Board of Trustees; and

WHEREAS, The General Counsel considers that a formal opinion from the Ohio Attorney General may prove useful in resolving the dispute; therefore, be it

RESOLVED that The Board of Trustees concurs in counsel's recommendation, and authorizes and directs counsel to request the said opinion from the Attorney General; and be it further

RESOLVED that the General Counsel, or their designee, is authorized to take and perform such other lawful acts as he may deem necessary or advantageous to effectuating the Board's directives herein.

Trustee Thompson moved to approve and Trustee Peters seconded. A roll call vote was conducted and the resolution passed unanimously (8,0,0).

Next, Chair Gunlock recognized Mr. Greg Sample to discuss the next resolution concerning the conveyance of campus real property. Mr. Sample provided an overview, noting the parcel was near the main entrance of campus.

Secretary Culley read the following resolution:

## **CONVEYANCE OF UNIVERSITY PROPERTY**

### **RESOLUTION 25-25**

WHEREAS, the Wright State University Board of Trustees owns certain undeveloped real property located at 3640 Colonel Glenn Highway and designated as portions of Parcel Numbers B42-0001-0010-0-0001-00 and B41-0002-0020-0-0021-00, the "Property"; and

WHEREAS, the Board has determined that the Property does not fall within the University's future academic strategic plans; and

WHEREAS, an appraisal has been completed on the Property to determine its fair market value; and

WHEREAS, Woodard Development has submitted an offer of \$1,700,000 to purchase and develop the Property with covenants, restrictions, and other constraints as determined by the University; and

WHEREAS, the administration believes that it is in the best interests of the University to sell the Property for development therefore, be it

RESOLVED, that the Board of Trustees finds that the sale and development of the Property will improve the quality of campus life, and is in the University's best interests; and be it further

RESOLVED, that the Board of Trustees hereby authorizes the President or her designee to negotiate and sell the Property to Woodard Development for the principal sum of \$1,700,000 Dollars, and on such other terms as she deems reasonable and in the University's best interests; and be it further

RESOLVED that the President, or her designee, shall present to the Board Chair and the Chair of the Finance, Audit, Government, and Compliance Committee the final purchase agreement prior to



execution in order to assure the terms, including covenants, restrictions, and other constraints, are in the University's best interests; and be it further

RESOLVED that the President is authorized to take and perform all other lawful actions she deems ancillary, necessary, or advantageous to effectuate the Board's directives herein, including but not limited to the execution of such instruments as may be required to consummate the sale described herein.

Vice Chair Conway moved to approve and Trustee Ebbing seconded. The resolution was unanimously approved by a roll call vote (8,0,0).

Next, Chair Gunlock recognized Ms. Deborah Feldman and President Edwards to highlight an important partnership between Wright State University and Dayton Children's.

Secretary Culley read the following resolution:

**APPROVAL OF ENHANCED PARTNERSHIP AGREEMENT WITH  
DAYTON CHILDREN'S HOSPITAL**

**RESOLUTION 25-26**

WHEREAS, Wright State University and Dayton Children's Hospital have an existing partnership which includes Dayton Children's Hospital providing pediatric faculty physicians to the Boonshoft School of Medicine, which enhances the educational and clinical experiences of the future pediatric physicians of the Dayton region; and

WHEREAS, through expanding this longstanding historic partnership between Wright State University and Dayton Children's Hospital, both parties seek to improve access to and the delivery of pediatric health care services to residents of the Region; and

WHEREAS, an Enhanced Partnership Agreement between Wright State University and Dayton Children's Hospital, will elevate and expand pediatric research and clinical services throughout the region with a particular focus on improving maternal, child, and behavioral health services for the Miami Valley; and

WHEREAS, the enhanced partnership will provide expanded student learning opportunities and lead to better healthcare outcomes for the Dayton region; therefore, be it

RESOLVED that the Board of Trustees authorizes the President, or her designee, to finalize and enter into an Enhanced Partnership Agreement with Dayton Children's Hospital; and be it further

RESOLVED that the President, or their designee, is authorized and directed to take and perform all lawful actions reasonably determined to be appropriate to effectuate the directives herein.

Trustee Ebbing moved to approve and Trustee Thompson seconded. A roll call vote was conducted and the resolution passed unanimously (8,0,0).

### **XIII. ADJOURNMENT**

With no further business before the Board, Vice Chair Conway moved to adjourn the meeting and Trustee Kejriwal seconded. The motion was unanimously approved by a roll call vote. The meeting adjourned at 10:10 a.m.