



BOARD OF TRUSTEES

**OFFICIAL PROCEEDINGS OF THE
THREE HUNDRED AND NINETY-SEVENTH MEETING
Thursday, April 25, 2024 at 10:00 a.m.**

Dicke Hall – Lake Campus / Endeavour Room, Student Union 156

MINUTES

Present: Chair Gunlock, Vice Chair Platt, Secretary Kejriwal, D. Conway, J. Ebbing, E. Ferris, M. Grunder, B. Langos, J. Thompson, M. Crabtree, C. Jenkins, B. Bucklew, D. Fecher, A. Goyal, R. Peters, B. Whiteside

Absent:

Guests: J. Brown, C. Sargent

I. CALL TO ORDER

Chair Gunlock called to order the April 25, 2024 meeting at 10:00 a.m.

A. Roll Call

Chair Gunlock asked the Secretary, Daniel Palmer, 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 Palmer read the following resolution:

EXECUTIVE SESSION

RESOLUTION 24-30

RESOLVED that the Wright State University Board of Trustees agreed to hold an Executive Session on April 25, 2024; 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
- 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 Platt moved to approve the resolution and Secretary Kejriwal seconded. The resolution was unanimously approved by a roll call vote (7,0,0).

III. RECONVENE

A. Roll Call

The Board of Trustees, at the calling of Chair Gunlock, reconvened at 1:30 p.m. Chair Gunlock asked Board Secretary Palmer 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, April 26th. Chair Gunlock asked Board Secretary Palmer to call the roll and a quorum was present.

B. Disposition of Previous Minutes

Trustee Conway moved to approve the minutes and Grunder seconded. The minutes were unanimously approved by a roll call vote (9,0,0).

C. Introduction of New Athletics Staff

Chair Gunlock recognized Joylynn Brown, interim director of athletics, and Clint Sargent, the new men's basketball coach. He noted their promotions to their new roles and invited them to introduce themselves to the Board.

VI. FY 2024-2025 Board Leadership

A. Treasurer Position

Chair Gunlock indicated the need for the Board of Trustees to re-establish the treasurer position as an officer of the Board. He added that he anticipated this position would be codified in the new bylaws that are being proposed at the June meeting.

Secretary Palmer read the following resolution:

ESTABLISHMENT OF THE BOARD OF TRUSTEES TREASURER POSITION

RESOLUTION 24-31

WHEREAS, Article II of the Bylaws of the Board of Trustees permits the creation of additional officer of the Board positions; and

WHEREAS, the Board of Trustees desires to add the Treasurer position as an officer of the Board; therefore, be it

RESOLVED that Board of Trustees creates the title of Treasurer as an officer of the Board to be elected on an annual basis; and be it further

RESOLVED that the Secretary is authorized and directed to obtain the requisite bond or insurance for the Treasurer appointed by the Board of Trustees as required by the Revised Code.

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

B. Appointment of Board Officers

Chair Gunlock recognized Trustee Grunder, Chair of the Nominating Committee, to propose the slate of officers for the upcoming year.

Trustee Grunder moved to nominate Tom Gunlock as Chair, Dawn Conway as Vice Chair, Raj Kejriwal as Secretary, and Beth Ferris as Treasurer for the 2024-2025 academic year.

With no other nominations from the floor, Chair Gunlock asked the Secretary to call the roll. The slate of officers was unanimously approved (9,0,0).

VII. REPORT OF THE CHAIR

Chair Gunlock welcomed everyone to the final Board of Trustees meeting for the academic year.

He noted how proud he was of the progress Wright State continues to make. He stated that when he joined the Board in December 2019, the University's future was far from certain. He added that uncertainty of the future certainly grew in March of that year when society as we knew it changed forever as a result of COVID 19.

Chair Gunlock reminded everyone of the number 0.8. He stated that was the number of Wright State's Senate Bill 6 score in 2017, 0.05 points away from being placed on fiscal watch by the State of Ohio, placing the University in uncharted waters. He added that under the leadership of President Edwards, in a short period of time, Wright State has turned this 0.8 into a Senate Bill 6 score of 5.0, the highest score possible and the only University in Ohio to achieve such a score.

Chair Gunlock also noted the recent credit rating increase by Moody's, achieving an A2 Stable Outlook rating.

He closed by stating could not be more positive on Wright State, its Board of Trustees, and its administrative leadership. He noted everyone continues to act in lockstep with one another, and everyone is focused on the betterment of the University with the students as the ultimate priority.

A. Reports

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

B. Recognition of Trustee Chris Jenkins

Next, Chair Gunlock asked Secretary Palmer to read the following resolution:

RECOGNITION OF TRUSTEE CHRISTOPHER JENKINS

RESOLUTION 24-32

WHEREAS, Christopher Jenkins was appointed to the Wright State University Board of Trustees in July 2022 by Governor Mike DeWine and has served on the Academic and Student Affairs Committee and the Finance, Audit, Governance, and Compliance Committee; and

WHEREAS, he has faithfully performed his duties as a Student Trustee and maintained excellent academic standards while pursuing his Bachelor of Science in Statistics Actuarial Science Concentration; and

WHEREAS, Mr. Jenkins has elevated and further defined the role of Student Trustee and has been instrumental in bringing student success stories to the attention of the Board; and

WHEREAS, Christopher Jenkins, a distinguished graduate of the U.S. Army Signal School, honorably served in the United States Army, serving two tours of duty in Iraq in 2003 and 2005 and earning three Army Commendation Medals during his service to the country; and

WHEREAS, Christopher Jenkins continues to give back to veterans and their families by establishing Wagging Warriors, a nonprofit organization that trains service dogs for disabled veterans;

WHEREAS, Mr. Jenkins has provided key insight to veteran-related topics before the Board of Trustees; and

WHEREAS, his commitment to the University, and the surrounding community during his tenure on the Board of Trustees and throughout his academic career, has distinguished Mr. Jenkins as a dedicated public servant; and

WHEREAS, Mr. Jenkins will carry forward his social consciousness and acquired knowledge throughout his professional career; therefore, be it

RESOLVED, that the Wright State University Board of Trustees expresses its sincere appreciation to Mr. Christopher Jenkins and extends its best wishes for his future success.

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

Chair Gunlock, among others, thanked Trustee Jenkins for his service to the United States and to the University and wished him well in his next steps.

C. Recognition of Trustee Marty Grunder

Next, Chair Gunlock asked Secretary Palmer to read the following resolution:

RECOGNITION OF TRUSTEE MARTY GRUNDER

RESOLUTION 24-33

WHEREAS, Marty Grunder received an appointment to the Wright State University Board of Trustees from Governor Mike DeWine in 2019, and he has faithfully served in that capacity for five years; and

WHEREAS, Mr. Grunder has provided exemplary leadership to the Board of Trustees, serving as the Vice Chair of the Board of Trustees and Chair of the Special Committee on Intercollegiate Athletics, and

WHEREAS, Mr. Grunder is a well accomplished entrepreneur whose career started in 1984 when he established Grunder Landscaping while in college; and

WHEREAS, Mr. Grunder has grown his companies to become some of the top landscaping and consulting companies in the United States; and

WHEREAS, Mr. Grunder has been heavily involved in the community, serving as a member of numerous boards, providing professional coaching and consultative services, serving as a public speaker, and promoting the positive aspects of the Dayton region on his highly-rated podcast; and

WHEREAS, Mr. Grunder has been continuously recognized as a distinguished leader in the community, being recognized as a Leader in Diversity by the Dayton Business Journal, the Ohio Young Entrepreneur of the Year by the U.S. Department of Commerce, the Dayton/Miami Valley Entrepreneur of the Year by Ernst & Young, and an inductee of the Dayton Business Hall of Fame; and

WHEREAS, Mr. Grunder's vision and leadership have helped shape the future of Wright State and contributed to the educational foundation that supports the University's mission; therefore, be it

RESOLVED, that the University Board of Trustees does hereby express its sincere appreciation and heartfelt commendation to Marty Grunder for his commitment, service, leadership and most importantly, dedication to Wright State University.

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

Chair Gunlock noted Trustee Grunder had contributed to the University in countless ways, serving in Board leadership roles, serving as an entrepreneurial mentor in the College of Business, serving on industry panels in other colleges, supporting our students in a variety of ways and demonstrating philanthropy in donating all of the landscaping and related services to the construction of the College Panhellenic Plots. He stated Wright State owes him a debt of gratitude for everything he gave to make this University what it is today.

Trustee Grunder thanked everyone for their unwavering support and congratulated the university on all of its accomplishments along the way.

VIII. REPORT OF THE PRESIDENT

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

President Edwards provided her report to the Board of Trustees, highlighting various achievements, including the Moody's Credit Rating Increase and the University achieving a perfect Senate Bill 6 score. President Edwards recognized the work of the finance team and the continued fiscal discipline exercised by the University.

President Edwards also highlighted various events that occurred on campus, including the total solar eclipse, Raiderthon, and ArtsGala, which experienced another successful event.

To conclude her report, President Edwards noted the successes of various students, including those that received awards at the annual Student Leadership Awards banquet. She noted the awards night had over 300 in attendance, noting it was the most attended awards ceremony in over 5 years.

Chair Gunlock asked if there were any questions for President Edwards and then asked her to present the first resolution.

A. Approval of Spring 2024 Graduates

Next, President Edwards offered the Spring 2024 graduates for Board of Trustees approval.

She stated the eight youngest graduating students are 19, earning a bachelor's degree in biological sciences, biochemistry and molecular biology, physiology and neuroscience, and technical and applied studies, respectively. The oldest graduate is 67, earning a bachelor's degree in music.

I proudly offer the graduates and the various degrees as part of the meeting attachments to the Board of Trustees for approval."

Secretary Palmer read the following resolution:

APPROVAL OF CANDIDATES FOR GRADUATION

RESOLUTION 24-34

RESOLVED that the candidates for degrees for Spring 2024 be, and hereby are confirmed and approved.

Trustee Secretary Kejriwal moved to approve and Trustee Grunder seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0)

B. Approval of Faculty Award Winners

President Edwards next offered the distinguished and university professors awards for Board approval.

Secretary Palmer read the following resolution:

APPROVAL OF FACULTY AWARD WINNERS

RESOLUTION 24-35

RESOLVED that the University Professor, Distinguished Professor appointments, and Faculty Awards, as submitted to this meeting be, and the same hereby are approved.

Vice Chair Platt moved to approve and Trustee Thompson seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0)

C. Approval of Promotion and Tenure

President Edwards offered the candidates for promotion and tenure for the Board's consideration.

Secretary Palmer read the following resolution:

APPROVAL OF PROMOTION AND TENURE REQUESTS

RESOLUTION 24-36

RESOLVED that the promotion and tenure recommendations as submitted to this meeting be, and the same hereby are approved

Trustee Ferris moved to approve and Trustee Langos seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0).

D. 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 Palmer read the following resolution:

APPROVAL OF NEW HIRES, APPOINTMENTS, PROMOTIONS, AND SEPARATIONS

RESOLUTION 24-37

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.

Trustee Conway moved to approve and Trustee Ferris 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 (9,0,0).

E. Approval of Research Contracts and Grants

President Edwards shared that Wright State University had recorded 200 awards totaling \$58,249,163 in external funding for the time period of July 1, 2023 – March 31, 2024.

Recent funding received by the University includes \$496,352 from the Ohio Department of Higher Education to Dr. Huma Bashir, Department of Human Services for “Programs to Support Behavioral Health Services for Students.” The purpose of this grant is multi-fold to help with the post-pandemic crisis of mental health-related issues with our students.”

Secretary Palmer read the following resolution:

APPROVAL OF RESEARCH CONTRACTS AND GRANTS

RESOLUTION 24-38

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

Trustee Ebbing moved to approve and Trustee Conway seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0).

IX. REPORTS OF COMMITTEES OF THE BOARD

A. Academic and Student Affairs

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

Trustee Conway noted the committee received several important updates from Provost Thompson, including the first phase of the Academic Efficiency and Effectiveness Review recommendation. She noted the review process went smoothly as a result of strong collaboration from constituencies across the campus community, including the faculty senate.

Trustee Conway also was pleased to report that the pilot first-year seminars would begin Fall 2024 with over 800 students will be enrolled in nearly 30 sections.

Trustee Conway noted that the committee approved several resolutions to be considered by the full board.

She offered the following resolution:

APPROVAL OF EMERITUS REQUESTS

RESOLUTION 24-39

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 (9,0,0).

Trustee Conway offered the next resolution:

APPROVAL OF PROGRAM DEACTIVATIONS

RESOLUTION 24-40

WHEREAS, University policy permits deactivation of academic programs with concurrence of the Board of Trustees; and

WHEREAS, the President and Faculty have recommended the deactivation of programs as submitted to this meeting; therefore, be it

RESOLVED, that the program deactivations as submitted to the Board of Trustees are hereby approved.

The resolution was unanimously approved by a roll call vote (9,0,0).

Trustee Conway offered the next resolution:

APPROVAL OF NEW ACADEMIC PROGRAMS

RESOLUTION 24-41

WHEREAS, Wright State University is a regional workforce development hub, tasked with educating the needed workforce for the Dayton region and beyond; and

WHEREAS, the proposed programs meet a demonstrated workforce development need in the region; and

WHEREAS, the Provost, in consultation with the Faculty Senate, recommends the approval of the proposed programs; therefore, be it

RESOLVED that the proposed programs as submitted to the meeting be, and the same hereby is endorsed.

The resolution was unanimously approved by a roll call vote (9,0,0).

Trustee Conway offered the final resolution:

RECOGNITION OF STUDENT GOVERNMENT LEADERSHIP

RESOLUTION 24-42

WHEREAS, Stephanie Buettner and Aliesha Smith were selected by the Wright State Student Body to serve as their president and vice president for the 2023-2024 academic year; and

WHEREAS, Stephanie Buettner and Aliesha Smith have demonstrated exemplary leadership skills in their roles in the Student Government Association; and

WHEREAS, Stephanie Buettner and Aliesha Smith have served with distinction as advocates of the Wright State Student Body; therefore, be it

RESOLVED, that the Wright State University Board of Trustees recognizes the achievements and contributions of Stephanie Buettner and Aliesha Smith.

The resolution was unanimously approved by a roll call vote (9,0,0).

B. Finance, Audit, Governance, and Compliance

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

Trustee Ferris indicated the Finance, Audit, Governance, and Compliance meeting received a fair number of updates, including Wright State being recognized with a Senate Bill 6 score of 5.0, the highest achievable score. She also noted the Moody's Bond Rating upgrade to an A2 Stable outlook, marking the third rating increase in as many years.

Trustee Ferris noted the recognitions by outside organizations affirm the strategy and efforts that have been taken these past few years to restore stability to university finances.

Finally, Trustee Ferris shared the University was projected to complete the year with a positive funds balance.

Trustee Ferris noted that the committee approved one resolution to be considered by the full board.

She offered the following resolution:

APPROVAL OF EXPENDITURES

RESOLUTION 24-43

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 further

RESOLVED that authorization is granted for the accompanying contracts exceeding \$500,000 before the Board of Trustees; and be it further

RESOLVED that approval for any contract dated July 1, 2024 or later is subject to appropriation by the Board of Trustees at the June 2024 Budget Meeting.

The resolution was unanimously approved by a roll call vote (9,0,0).

X. REPORT OF THE FACULTY PRESIDENT

Dr. Ganapathy delivered the Faculty Senate report and indicated her appreciation for the opportunity to work with the Board of Trustees in her role as Faculty Senate President.

XI. REPORT OF THE STUDENT TRUSTEES

Chair Gunlock invited student Trustees Madisyn Crabtree and Chris Jenkins to provide their report. Trustees Crabtree and Jenkins provided an update on student activities during the Spring 2024 semester.

XII. OLD AND NEW BUSINESS

Chair Gunlock noted there were several items of Old and New Business today.

Chair Gunlock stated that each year, the Board of Trustees must conduct a performance review of the President and establish performance goals for the following year. He added that at the February meeting, he appointed Trustees Conway, Ebbing, and Platt to the Presidential Goals and Review Committee. He noted they have conducted their review, and recognized Trustee Conway to provide the committee's findings.

Trustee Conway noted that higher education, as an industry, continues to face difficult headwinds. She added the industry is in transformation and flux and it is unusual for the tenure of a president to exceed three years. Despite this, she noted, Wright State is clearly on a different trajectory and this Board of Trustees is unanimous in our support of President Edwards continues to elevate this University. Trustee Conway stated that the University is lucky to have her as the President.

Trustee Conway stated President Edwards has made the success of our student customers everyone's top priority, leading Wright State to be the most student-centric university in Ohio.

Trustee Conway noted President Edwards promotes a culture of diversity and inclusion across campus and highlighted the total student enrollment has exceeded 11,000 students this fall, marking the first total student enrollment has increased since 2015.

Trustee Conway added President Edwards has assembled a strong and unparalleled leadership team that has modeled a conservative fiscal approach which has resulted in tremendous wins, including our perfect Senate Bill 6 score this year and yet another Moody's credit increase.

Trustee Conway noted it was the view of the Committee that President Edwards had met her goals for the year and recommended the Board of Trustees award her a bonus of 25% of her base compensation. Trustee Conway added that by awarding this bonus, the Board of Trustees is affirming her leadership as President.

Secretary Palmer read the following resolution:

PERFORMANCE REVIEW OF PRESIDENT EDWARDS

RESOLUTION 24-44

WHEREAS, the Wright State University Board of Trustees adopted Resolution 23-51, establishing the goals of President Edwards for the 2023-2024 academic year; and

WHEREAS, the Board has reviewed the performance of President Edwards in meeting the goals established by the Board of Trustees; and

WHEREAS, President Edwards has implemented a “students first” model at Wright State University, prioritizing student success through a variety of initiatives, including the implementation of first year seminars, enhancing the delivery of counseling and wellness services, and prioritizing customer service among all employees; and

WHEREAS, President Edwards continues to execute a strong enrollment management strategy, as evidenced by an 11.2% increase in the number of first-time undergraduate students in Fall 2023; and

WHEREAS, the total student headcount in Fall 2023 surpassed 11,000 students, signifying the first increase in total student enrollment since 2015; and

WHEREAS, President Edwards has developed relationships critical to the success of Wright State, including Premier Health, that will positively impact the region and the University for years to come; and

WHEREAS, President Edwards has continued to advance relationships with Wright-Patterson Air Force Base directorates through unique partnership agreements and curriculum development that meets the needs of Wright-Patterson while also enhancing opportunities for students; and

WHEREAS, Wright State University achieved a Senate Bill 6 score of a 5.0, the highest among any public four-year university, illustrating the financial strength of the University; and

WHEREAS, President Edwards has continued to facilitate a welcoming and inclusive campus environment for people of all backgrounds; therefore, be it

RESOLVED that the Board of Trustees recognizes the demonstrable success towards each of the goals by President Edwards; and be it further

RESOLVED that in accordance with the provisions of the President’s employment agreement, and in recognition of her accomplishments during the preceding year, the Board authorizes payment of a performance bonus to the President in the amount of twenty five percent of her base salary.

Trustee Conway moved to approve and Vice Chair Platt seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0).

Next, Chair Gunlock recognized Trustee Conway to discuss President Edwards’ goals for the 2024-2025 academic year.

Trustee Conway noted that understanding the goals implemented last year were stretch goals that coincided with the University’s Bridge Strategic Plan, the committee largely continued the goals for the upcoming year with a few additions:

- (1) Placing an emphasis on upskilling those currently in the workforce, namely through increasing our portfolio of microcredentials and other stackable certifications.
- (2) Elevating the Role of Career Services.
- (3) Memorializing the Enhanced Affiliation Agreement in the President's Goals.

Secretary Palmer read the following resolution:

**ESTABLISHMENT OF THE PERFORMANCE GOALS FOR PRESIDENT EDWARDS IN ACADEMIC YEAR
2024-2025**

RESOLUTION 24-45

WHEREAS, the Wright State University Board of Trustees is required by law to supervise and assess the performance of University President Susan Edwards; and

WHEREAS, President Edwards' employment agreement provides that her performance and bonus eligibility will be evaluated against specific goals set annually by the Board; and

WHEREAS, the Board of Trustees found President Edwards has had demonstrable success towards achieving the goals for the 2023 – 2024 Academic Year; therefore, be it

RESOLVED that the goals submitted to this meeting are hereby adopted as President Edwards' performance goals for the 2024 – 2025 Academic Year.

Trustee Conway moved to approve and Trustee Ebbing seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0).

Chair Gunlock stated that in his remarks at the December meeting, the state of higher education is in a state of extreme uncertainty. He added that many Boards of Trustees and Presidents are not in lockstep with one another, which creates additional turmoil within the institution. He noted Wright State is an anomaly in the industry, adding the Board and Administration are in lockstep and the Board is unanimously and enthusiastically behind President Edwards.

Chair Gunlock noted Wright State was to formalize an enhanced relationship with the largest healthcare provider in the region and continued to make tremendous progress with Wright-Patterson Air Force Base, with nearly all of the Neuroscience Engineering Collaborative Building occupied with Base Personnel. Most importantly, he added, the community trust in the Wright State University brand is at an all-time high.

Chair Gunlock stated the Board of Trustees has complete confidence President Edwards and given the trajectory the University is on, it was clear to the Board that President Edwards continue as the leader through the end of the decade. To that end, he added the Board desires to offer a retention incentive to President Edwards through June 30, 2029.

Secretary Palmer read the following resolution:

APPROVAL OF RETENTION INCENTIVE TO PRESIDENT SUE EDWARDS

RESOLUTION 24-46

WHEREAS, President Susan L. Edwards, Ph.D., has been employed as Wright State University's eighth President since January 1, 2020, which is memorialized in her employment agreement; and

WHEREAS, during President Edwards' tenure, the University has experienced unprecedented success despite the very challenging environment within the higher education industry; and

WHEREAS, The Board of Trustees has recognized the University's success is largely due in part of President Edwards' steadfast leadership, unparalleled effort, and skill, previously prompting the Board of Trustees to extend her employment agreement through June 30, 2028; and

WHEREAS, continuity of executive leadership is paramount in order to ensure the long-term success of the University; and

WHEREAS, the University desires to retain President Edwards through the close of the decade by awarding a retention incentive package; therefore, be it

RESOLVED, that the Wright State University Board of Trustees extends President Edwards' administrative appointment as President of Wright State University through December 31, 2029; and be it further

RESOLVED, the Chair of the Board of Trustees is authorized and directed to execute, on behalf of the Board, an extension of the President's employment agreement, through the same date; and be it further

RESOLVED, the Chair of the Board of Trustees is authorized and directed to amend the Employment Agreement for Susan L. Edwards, Ph.D., effective July 1, 2024 to effectuate the following:

FIRST: Stipulate that President Edwards, at the beginning of each fiscal year, will meet with the Board of Trustees to establish a series of formal goals for the University in which her performance will be measured and evaluated;

SECOND: Eliminate the eligibility to receive an annual performance bonus;

THIRD: Provide President Edwards a retention incentive in which she is entitled to an annual payment equal to 25% of her base compensation as an inducement to continue her employment as President of Wright State University through December 31, 2029; and

FOURTH: The retention incentive payment shall be made in the manner and form as determined by President Edwards.

Vice Chair moved to approve and Trustee Langos seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0).

Next, Chair Gunlock recognized Mr. Greg Sample to discuss the proposed special student fee imposed by the students to enhance the University's campus recreation and career services offerings.

Secretary Palmer read the following resolution:

**IMPLEMENTATION OF SPECIAL STUDENT FEE FOR THE PURPOSES OF ENHANCING CAMPUS
RECREATION AND CAREER SERVICES**

RESOLUTION 24-47

WHEREAS, the Student Government Association of Wright State University is the representative voice for the student body, advocating on their behalf and regularly providing recommendations to the University administration to enhance campus life; and

WHEREAS, Wright State students submitted a proposal to the Student Government Association for the purposes of establishing a special student fee for the enhancement of various university facilities; and

WHEREAS, the referendum was successfully passed by the student body, but was not immediately implemented due to change in university administration and the disruption resulting from the COVID-19 pandemic; and

WHEREAS, the Student Government Association reaffirmed the results of the successful referendum at their April 2024 meeting and now recommends the implementation of the special fee in an amount not to exceed \$200 per semester to enhance campus recreation and career services; and

WHEREAS, the Board of Trustees is evaluating ways to enhance campus recreation opportunities and career services to benefit Wright State students; therefore, be it

RESOLVED that the Board of Trustees endorses the recommendation of the Student Government Association to implement a student fee not to exceed \$200 per semester for the purposes of enhancing campus recreation and career services space and services; and be it further

RESOLVED that the Secretary, or their designee, is authorized and directed to inform the Chancellor that this Resolution has been adopted, to request the Chancellor's approval of the proposed fee, and to transmit all documentation reasonably requested by the Chancellor in order review and approve the proposed fee beginning with the incoming Fall 2024 cohort; 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 directive herein.

Trustee Ferris moved to approve and Trustee Grunder seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0).

Chair Gunlock thank Student Government President Stephanie Buettner for her support on this

resolution.

Finally, Chair Gunlock stated that at the December meeting, the Board passed a resolution authorizing the administration to work with Premier on an enhanced affiliation agreement. He added that work had been completed and recognized Mr. Sample to provide an update on the proposed enhanced affiliation agreement with Premier Health.

Secretary Palmer read the following resolution:

**APPROVAL OF ENHANCED AFFILIATION AGREEMENT WITH
PREMIER HEALTH**

RESOLUTION 24-48

WHEREAS, the Boards of Trustees for Wright State University and Premier Health passed a joint resolution in December 2023, which called for the management teams of both institutions to work together on drafting terms which would enhance their existing affiliation agreement; and

WHEREAS, through enhancing the existing affiliation agreement, it is the intent of the parties to improve access to and the delivery of health care services to residents of the Region; and

WHEREAS, the parties have presented an enhanced affiliation agreement to the Board of Trustees for review that provides for enhanced interdisciplinary research opportunities, active learning through simulation and team-based activities, care that focuses on the needs of the patients, and more intentional instruction on health equity and social determinants of health; and

WHEREAS, Premier Health will become the primary health care affiliate for Wright State University and Wright State University will become the primary academic affiliate of Premier; and

WHEREAS, the enhanced affiliation agreement further calls for the interlocking of the Boards of Trustees for the two organizations whereby a member of the Wright State Board of Trustees will serve as a non-voting member on the Premier Health Board of Trustees and a member of the Premier Health Board of Trustees will serve as a National Trustee on the Wright State Board of Trustees; and

WHEREAS, the enhanced clinical and instructional opportunities afforded to students under this agreement will improve student success, translating to better healthcare outcomes within the Dayton region; therefore, be it

RESOLVED that the Board of Trustees endorses the enhanced affiliation and authorizes the President to finalize and enter into the Amended and Restated Affiliation Agreement with Premier Health as submitted to this meeting; 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.

Chair Gunlock thanked Trustees Bucklew and Goyal who had served as the Board's representatives on the working group. He added that both Trustees Goyal and Bucklew possessed expertise in this area and have been instrumental in getting this done. He also thanked President Edwards and Greg Sample for the time, effort, leadership and commitment to getting this agreement in place.

Trustee Conway moved to approve and Secretary Kejriwal seconded. A roll call vote was conducted and the resolution passed unanimously (9,0,0).

Chair Gunlock offered the following announcements:

- Ohio Ethics Commission Financial Disclosure Due May 15, 2024 – Contact Daniel or Sean with questions.
- Ohio Trustee Forum – June 5, 2024 – Contact Daniel if you want to attend.
- June Budget Presentation – June 14, 2024 – Dayton Campus

XIV. ADJOURNMENT

With no further business before the Board, Vice Chair Platt moved to adjourn the meeting and Secretary Kejriwal seconded. The motion was unanimously approved by a roll call vote. The meeting adjourned at 10:48 a.m.