



BOARD OF TRUSTEES

ESTABLISHMENT OF THE RETIREMENT PLAN OVERSIGHT COMMITTEE

RESOLUTION 25-XX

WHEREAS, Wright State University (the “University”) sponsors and maintains the following retirement plans (collectively referred to herein as the “Retirement Plans”) each as amended or restated from time to time:

- (i) The Wright State University Alternative Retirement Plan (the “ARP”), a defined contribution plan under Section 401(a) of the Internal Revenue Code (“Code”);
- (ii) The Wright State University 403(b) Tax Sheltered Annuity Plan (the “403(b) Plan”), a defined contribution plan under Code Section 403(b);
- (iii) The Wright State University 457(b) Deferred Compensation Plan (the “457(b) Plan”), a defined contribution plan under Code Section 457(b);
- (iv) The Wright State University Supplemental Qualified Retirement Plan (the “SQRP”), a defined contribution plan under Code Section 401(a); and
- (v) The Wright State University Supplemental 415(m) Retirement Plan (the “415(m) Plan”), an excess benefit plan under Code Section 415(m).

WHEREAS, sponsoring and maintaining the Retirement Plans requires the Wright State University Board of Trustees (the “Board of Trustees”) to exercise discretion and fulfill fiduciary responsibilities on behalf of the University, and, in performing such duties, it must act for the exclusive benefit of Retirement Plan participants and their beneficiaries; and

WHEREAS, the Board of Trustees desires to delegate certain powers with respect to the administration and operation of the Retirement Plans from the Board of Trustees to a committee, to be called the Retirement Plan Oversight Committee (the “Committee”) or the Committee’s designee(s), and to delegate the fiduciary oversight and monitoring of the Committee to the Finance, Audit, Governance and Compliance Committee of the Board of Trustees (the “FAGC”); therefore, be it

RESOLVED that, pursuant to Section 3.4 of the ARP, the Board of Trustees designates the Committee or the Committee’s designee(s) to fulfill the duties and have the powers of the “Employer” under the ARP; and be it further

RESOLVED that, pursuant to Section 8.01 of the 403(b) Plan, the Board of Trustees designates the Committee or the Committee’s designee(s) to fulfill the duties and have the powers of the “Employer” under the 403(b) Plan; and be it further

RESOLVED that, pursuant to Section 10.06 of the 457(b) Plan, the Board of Trustees designates the Committee or the Committee’s designee(s) to fulfill the duties and have the powers of the “Employer” and “Plan Administrator” under the 457(b) Plan; and be it further

RESOLVED that, pursuant to Section 11.01 of the SQRP, the Board of Trustees designates the Committee or the Committee's designee(s) to fulfill the duties and have the powers of the "Employer" and the "Plan Administrator" under the SQRP; and be it further

RESOLVED that, pursuant to Section 9.1 of the 415(m) Plan, the Board of Trustees designates the Committee or the Committee's designee(s) to fulfill the duties and have the powers of the "Employer" and the "Plan Administrator" under the 415(m) Plan; and be it further

RESOLVED that the Board of Trustees may revoke or limit such delegations of authority under one or more Retirement Plans at any time; and be it further

RESOLVED that the Board delegates the authority to appoint members of the Committee to the President and any such member may be removed at any time by the Board of Trustees; and be it further

RESOLVED that the Committee or the Committee's designee(s) are hereby authorized and directed to establish and to adopt written guidelines and procedures to carry out its duties and responsibilities with respect to the Retirement Plans and to prepare such documents and take any additional actions that they, in their discretion, deem necessary or advisable to effect the purposes and intents of the foregoing resolutions; and be it further

RESOLVED that the Committee or the Committee's designee(s) are hereby authorized and empowered to appoint such additional fiduciaries, including but not limited to retirement plan investment committee members, and to take any additional actions they, in their discretions, deem necessary or advisable to effect the purposes and intents of the foregoing resolutions, including, but not limited to, engaging persons to render advice with regard to its responsibilities under the Retirement Plans; and be it further

RESOLVED that the Board of Trustees shall exercise oversight of the Committee's work, by approving the Committee's guidelines and procedures. The Committee shall not add or eliminate any Retirement Plan without the Board of Trustees' prior authorization. The Committee (or its designee(s)) shall report to the Board of Trustees with respect to such matters and in such a form as the Board of Trustees may direct. Such reports will include, without limitation, material changes in the operation of any Retirement Plan, changes in Committee membership, and general reports concerning the Committee's activities. In addition, the Committee (or its representative or designee) shall appear before the Board of Trustees not less than once per year, or otherwise as the Board may from time to time direct. The Chair of the Board of Trustees is authorized but not required to appoint one or more Trustees of the University to serve on the Committee, whether as a member, an ex officio non-voting member, or as an advisor; and be it further

RESOLVED that any actions previously taken by the officers or employees of the University that would have been authorized by the foregoing resolutions, if they had been taken after their adoption, are hereby ratified and confirmed.