

Board of Governors

OFFICIAL PROCEEDINGS

December 4, 2015

Regular Meeting

The meeting was called to order at 3:39 p.m. by President Wilson in Room FGH of McGregor Memorial Conference Center. Secretary Miller called the roll. A quorum was present, with the following Board members in attendance:

Governors Dunaskiss, Kelly, Massaron, Nicholson, O'Brien, and Pollard; and President Wilson

Also Present: Provost Winters, Vice Presidents Decatur, Hefner, Johnson, Lessem, Staebler, and Wright; and Secretary Miller

APPROVAL OF CONSENT AGENDA

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the following portion of the Consent Agenda was approved as presented. The motion was adopted unanimously.

Board

- A. Approval of the Official Proceedings of the September 25, 2015 Regular Board Meeting and October 30, 2015 Special Meeting
- B. Personnel Recommendations

Academic Affairs

- C. Establishment of a Bachelor of Fine Arts with a Major in Design
- D. Establishment of a Joint Master's Degree Program in Nutrition and Food Science and Public Health
- E. Discontinuance of the Graduate Certificate in Scientific Computing
- F. Change the Name of the Master of Science with a Major in Radiological Physics to the Master of Science with a Major in Medical Physics
- G. Revision of Board of Governors Statute Section 2.43.61.050
- H. Revision of Board of Governors Statute Section 2.43.04.150
- I. Revision of Board of Governors Statute Section 2.34.09.040

ACTION — Upon motion by Governor Pollard and seconded by Governor Massaron, Item J of the Consent Agenda was approved as presented. The motion was adopted unanimously.

Budget and Finance

- J. Student Center Building Fifth and Seventh Floor Renovations

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor O'Brien, Item K of the Consent Agenda was approved as presented. The motion was adopted unanimously.

Budget and Finance

K. FY 2017-2021 Five-Year Capital Outlay Plan

Approval of the Official Proceedings of the September 25, 2015 Regular Board Meeting and October 30, 2015 Special Meeting (Board)

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the Official Proceedings of the September 25, 2015 Regular Board Meeting and October 30, 2015 Special Meeting of the Board of Governors were approved as presented. The motion was adopted unanimously.

Personnel Recommendations (Board)

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the personnel recommendations were approved and action authorized in accordance therewith. The motion was adopted unanimously.

School of Medicine

Marcellinus Dijkers, for appointment as professor in the Department of Physical Medicine, effective August 3, 2015.

Xiaohong Zhang, for appointment as associate professor with fractional 50% tenure per University year in the Department of Oncology, effective November 1, 2015.

Establishment of a Bachelor of Fine Arts with a Major in Design (Academic Affairs)

The four design disciplines currently offered in the Department of Art and Art History – Fashion Design, Graphic Design, Industrial Design, and Interior Design – all share coe Design content courses. The recommendation proposes to establish one Bachelor of Fine Arts degree that would streamline the curriculum of the four programs into a single BFA-Design model. The model would allow students to first identify an interest in Design and then choose a specific concentration, as well as to change concentrations more easily once the major is chosen. The new degree will enable the department to better market, recruit, and enroll Design students, and also should improve both graduation and retention rates.

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the Board of Governors approved the establishment of a Bachelor of Fine Arts degree with a major in Design in the Department of Art and Art History and the College of Fine, Performing and Communication Arts, effective Fall 2016. The motion was adopted unanimously.

Establishment of a Joint Master's Degree Program in Nutrition and Food Science and Public Health (Academic Affairs)

A joint program in nutrition and food science and public health will save students time and tuition while maintaining the rigorousness of each individual program. Students are required to take courses in the applied aspects of epidemiology, program evaluation, and research methods required by the Master of Public Health program. They would then be able to not only develop and implement public health nutritional programs, but also to evaluate them for their efficacy. Students would also have the opportunity to take additional public health and food science electives to prepare for careers in many aspects of public health nutrition that include food safety, accessibility, and security.

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the Board of Governors approved the establishment of a joint degree program leading to the Master of Arts with a major in Nutrition and Food Science (MA-NFS) and the Master of Public Health (MPH), effective Fall 2016. This joint degree program will be offered through the Department of Nutrition and Food Science, College of Liberal Arts and Sciences, and the Department of Family Medicine and Public Health Sciences, School of Medicine. The motion was adopted unanimously.

Discontinuance of the Graduate Certificate in Scientific Computing (Academic Affairs)

The Graduate Certificate in Scientific Computing was established to provide students holding baccalaureate or master's degrees in the sciences the training to include aspects of computing to scientific research. However, there are currently no students enrolled in the program, and the certificate has remained essentially dormant since 2009.

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the Board of Governors approved the discontinuance of the Graduate Certificate in Scientific Computing, effective Winter 2016. The motion was adopted unanimously.

Change the Name of the Master of Science with a Major in Radiological Physics to the Master of Science with a Major in Medical Physics (Academic Affairs)

The M.S. program in Radiological Physics was one of the first of its kind when it was established in 1970. At the time, "Medical Physics" was not commonly used, but since then it has become universal. Recently, the term "Radiological Physics" has caused confusion for applicants who are unsure if the program provides training in "Medical Physics" and whether the degree title is acceptable to the American Board of Radiology for future board certification. Therefore, the administration proposes a change of name to the Master of Science with a Major in Medical Physics.

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the Board of Governors approved a proposal from the School of Medicine to change the name of the Master of Science with a major in Radiological Physics to the Master of Science with a major in Medical Physics, effective Winter 2016. The motion was adopted unanimously.

Revision of Board of Governors Statute Section 2.43.61.050 (Academic Affairs)

The proposed language in the revised statute section will alter the minimum number of 60 credits in residence to 56 credits in residence for Graduation with Distinction. The change is

proposed because community college students who currently transfer up to 64 credits to WSU are left shy of four credits to graduate with distinction. The revision would allow them to transfer the 64 credits and graduate with 120 credits, the minimum number of credits needed to graduate from WSU, and still be eligible to graduate with distinction.

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the Board of Governors approved the revision of statute section 2.43.61.050 to amend the criteria for Graduation with Distinction, effective immediately. The motion was adopted unanimously.

The revised section will read as follows:

2.43.61 Graduation with Distinction

2.43.61.050 The criteria for Graduation with Distinction include:

(a) A minimum of 56 credits in residence at Wayne State University. Under exceptional circumstances, the President or his/her designee may grant an exception to the residency provision.

(b) Minimum honor point average (as established above) on all work at Wayne State University completed by the end of the term of graduation. (For notation in the Commencement Program, the honor point average on all work completed prior to the term of graduation will be used.)

Revision to Board of Governors Statutes on Transfer Students (WSUCA 2.34.04) and Admissions, General Undergraduate (2.34.09) (Academic Affairs)

The administration presented two additional recommendations to revise sections of the statutes referring to admissions and transfer students. In both cases, the proposed language will clarify, not alter, current admission and transfer policies, specifically that grades below "C" will not be accepted as transfer credit.

Revision of Statute Section 2.43.04.150

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Pollard, the Board of Governors approved the revision of statute section 2.34.04.150 to amend and clarify the language to bring this statute into compliance with our transfer policies, effective immediately. The motion was adopted unanimously.

The revised section will read as follows:

2.34.04 Transfer Students

2.34.04.150 Grade of "C". Wayne State University will accept individual courses for transfer where the grade of "C" or above is earned, provided the cumulative grade point average earned by the transfer student meets admission standards. The grades will not contribute to the Wayne State University grade point average. A transfer student shall have the same opportunity as a native student to repeat a transfer course for replacement credit by substituting an equivalent Wayne State course, with the earlier credit replaced by the Wayne State course.

Revision of Statute Section 2.34.09.040

ACTION — Upon motion¹ by Governor Dunaskiss and seconded by Governor Pollard, the Board of Governors approved the revision of statute section 2.34.09.040 to amend and clarify the language to bring this statute into compliance with our admissions policies, effective immediately. The motion was adopted unanimously.

The revised section will read as follows:

2.34.09 Admissions; General Undergraduate

2.34.09.040 Transfer Applicants. A transfer applicant may be admitted, without consideration of high school work, upon completion of at least twenty-four (24) semester hours of transferable college-level work from an accredited college or university with an overall Grade Point Average of 2.5. If the applicant has fewer than twenty-four (24) semester hours of transferable college-level work, the applicant may be admitted provided provisions 2.34.09.030 are met, subject to a holistic evaluation of each student's record. Individual courses with grades below "C" will not be accepted for transfer.

Student Center Building Fifth and Seventh Floor Renovations (Budget and Finance)

At its meeting of September 25, 2015, the Budget and Finance Committee received a recommendation for the renovation of the fifth and seventh floors of the Student Center Building. At the time the Committee was concerned about one of the funding sources in the project budget and did not forward the recommendation to the Board. The administration has since revised the funding sources and the recommendation is presented to the Board for approval.

The proposed project will complete all planned major project work in the Student Center. In addition to updates to the HVAC and the fire suppression systems, the renovation on the fifth floor will reconfigure and improve space for Counseling and Psychological Services, Housing and Residential Life, and create new offices for New Student Orientation. On the seventh floor, vacant space will be reconfigured to create the new Office of Multicultural Student Engagement, consolidate the offices for WSU Dining Services, and improve space leased by the Newman Catholic Center, the Baptist Student Union, and the Ombudsperson Office, as well as new public lounge and study space and new meeting rooms.

ACTION — Upon motion by Governor Pollard and seconded by Governor Massaron, the Board of Governors authorized the President, or his designee, to award contracts to renovate the Student Center Building's fifth and seventh floors for a project cost not to exceed \$3,855,000. Funding for this project will be provided from several sources including \$1,700,000 from the Non-General Fund Capital Project Reserve; \$1,130,000 from the Student Center Equipment Reserve; \$545,000 from the Fire Life Safety Reserve; and \$480,000 from the FY 2016 Plant Fund Interest Allocation Reserve. The motion was adopted unanimously.

FY 2017-2021 Five-Year Capital Outlay Plan (Budget and Finance)

The administration requested the Board's approval of the FY 2017-2021 Five-Year Capital Outlay Plan. For the second year, the University submitted the STEM Innovation Learning Center as its top priority for funding in the State's FY 2017 budget. Rather than new construction, the STEM building involves extensive renovation of the former Science and Engineering Library to house undergraduate instructional laboratories, classrooms, and support space for the 25 foundational STEM courses in biology, chemistry, math, and physics.

The remaining projects in the Capital Outlay Plan were rolled over from previous years. The administration will be conducting a comprehensive master planning process during the upcoming year in which all the capital projects listed will be evaluated and reviewed.

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor O'Brien, the Board of Governors approved the FY 2016-2021 Five-Year Capital Outlay Plan and Capital Outlay Project Request to the State of Michigan as presented. The motion was adopted unanimously.

PRESIDENT'S REPORT

President Wilson gave a brief report on recent developments on campus.

Student Protests — Recently students on campuses around the country have engaged in protests and town hall meetings expressing their concerns over racial bias, intolerance, and inequity. President Wilson noted that although Wayne State has a diverse student body and an inclusive environment, it cannot be complacent and must remain vigilant. On November 16, Marquita Chamblee, the University's Chief Diversity Officer, and her staff sponsored a campus event attended by nearly 90 students, staff, and faculty who took part in extensive discussions about racial issues and how to strengthen inclusiveness at WSU. A number of suggestions were offered, and the President thanked Ms. Chamblee for holding the dialogue.

Educational Outreach — Last month the University signed two educational outreach contracts, the first on November 30 between WSU's Law School and Oakland University. It will allow students to complete the Bachelor's degree at Oakland and obtain a WSU law degree in six years, rather than the typical seven years, by allowing them to transfer 30 credits from courses at the Law School back to Oakland to meet the Bachelor's degree requirements. Although both universities will benefit from this agreement, President Wilson said the real beneficiaries are the students who will save money on tuition and be able to graduate and get started with their careers a year earlier than usual.

The second agreement, funded in part by the Kresge Foundation, was signed on November 24 with Macomb Community College, allowing students to get a head start on a WSU degree by being dually enrolled at both Macomb and WSU. Students must meet WSU's admission requirements and will be able to take classes at both WSU and Macomb, but the last 30 credit hours must be taken at Wayne State in order to receive a WSU degree.

Confucius Institute — The University's Confucius Institute received a 2015 Award for Performance Excellence, to be conferred December 6 at the Tenth Annual International Confucius Institute Conference in Shanghai. The President said the award recognizes the hard work and dedication of the Center whose mission is to provide and support Chinese

language and cultural programs to K-12 schools, the university community, and professional communities in southeastern Michigan.

President Wilson concluded his report, noting that he and Mrs. Wilson were pleased to host about 70 students at the Jacob House for Thanksgiving who would otherwise not have had a holiday dinner.

SPECIAL TOPIC – SOAR

President Wilson introduced the Special Topic, SOAR, the Society of Active Retirees, providing a brief description of the organization. It is a community-based initiative that provides non-credit classes, social enrichment, and personal growth opportunities for adults, many of whom are over 50. The idea was first explored in 1992 by Wayne State faculty members wanting to serve local retirees, and since then the program has grown into about 75 low-cost classes ranging from Art and History to legal issues, politics, and travel. Classes are scheduled during the fall and winter semesters, taught by volunteer faculty who are current and retired professors from Wayne State as well as faculty and experts from other institutions. Although the average age of participants is 70, membership is open to adults at any stage in life with an interest in lifelong learning. The President introduced Mr. Dan Harmon, the chair of the SOAR board, and Mr. Ralph Stromberg, the Executive Director, to continue the presentation.

Mr. Harmon explained that SOAR was part of Wayne State when it first began, but spun off in 2011 into a separate 501(c)3 with an affiliation agreement with WSU. There are currently more than 1,000 members, the majority of whom are college-educated, and who attend a class in either the fall or spring term to retain membership. Many are more than 70 years old, although recently there has been an influx of individuals in their late 50s and 60s, a situation that presents an interesting challenge because their technical expertise and interests are more advanced than those of the founding members.

One of the strengths of SOAR is the willingness of members to volunteer in running the organization and delivering the services. Mr. Harmon called attention to the booklet that listed the more than 70 programs offered in the fall term. They were offered by unpaid volunteer instructors, and attended by more than 880 members.

Mr. Harmon described the new winter session that will be offered each Wednesday in February and March. The session will differ from fall and spring in that the courses will all be related to a single theme. The first in February will cover several topics during morning and afternoon sessions on the theme of "Justice Served and Justice Denied." The second program in March will cover a variety of topics on "America Goes to War, 1941 to 1945." In addition to courses, a Special Events Committee offers a variety of cultural programs and field trips, as well as movie clubs and book clubs to offer more social interaction for its members.

In closing, Mr. Harmon assured the Board that SOAR is financially sound. Since it became a 501(c)3, the organization was able to give back \$13,500 to WSU in recognition of the University's value to SOAR and the services the University provides the organization.

Mr. Stromberg discussed the organization's goals, the first of which was to increase diversity among its membership. A recent survey of about 5,000 individuals in lifelong learning

programs revealed that 96% are white Caucasian. SOAR intends to increase its diversity and has had several meetings with multicultural associations and religious organizations. It has conducted several exchange programs with Hannan House, a multi-faceted agency on Woodward Avenue, as well as offered course work in the African American experience and in religious and cultural diversity. SOAR is also planning field trips to the main campus to take advantage of opportunities such as the planetarium and the performing arts.

The second goal is to obtain grant funding that would help develop senior services. Currently the membership comes to SOAR's home base to attend classes, but there is a large population of seniors that are homebound and isolated. Mr. Stromberg would like to use modern technology to address this issue and make course offerings available to the homebound. He would also like to develop a senior resource center that would coordinate the various senior services available in the area and serve as a centralized place where seniors could learn of lifelong learning opportunities as well as services provided by other agencies.

Other goals include increasing WSU representation on the SOAR board, redefining the meaning of being a member so that a member would not have to commit to attending classes but could attend social events, and increasing the use of technology so that 75-80% of the members would learn to use online registration and use e-mail rather than printing notices. Finally, Mr. Stromberg announced that SOAR Macomb started about a year ago. They are currently a separate organization, but SOAR is considering lifelong learning needs in other surrounding communities and is looking at a possible governance structure to manage these locations.

In closing, Mr. Stromberg expressed his appreciation for the opportunity to address the Board. President Wilson called attention to the SOAR brochures that were distributed to the Board.

Marketing and Communications

President Wilson asked Vice President Michael Wright to discuss his latest publication which reviews the various marketing and communication activities, both internal and external. Mr. Wright called attention to the section on the School of Medicine as an attempt to encourage pride and support in shaping enrollment. He also called attention to the pages describing examples of President Wilson's Instagrams, where he is building up a following. Mr. Wright said it is a great way for the President to promote the University and relate to students, and invited everyone to join Instagram as well.

BOARD COMMITTEE REPORTS

President Wilson reported that three of the Board's standing committees met during the morning session. A detailed report of the discussions during each committee can be found in the Minutes of that committee.

Academic Affairs Committee

The Committee had seven action items that were approved as part of the Consent Agenda, and also heard one informational report.

College of Education Presentation — Dean Whitman discussed the various divisions in the College, the composition of the student body and its graduation rate, faculty accomplishments, and the College's community service.

Budget and Finance Committee

The Committee had two action items that were approved as part of the Consent Agenda, as well as two informational reports.

Contingency Reserve — There were no requests for transfers from the Contingency Reserve Fund, and the FY 2016 balance remains at \$500,000.

Purchasing Exceptions — This report summarized purchases greater than \$25,000 that were issued during the second quarter of FY 2015 without competitive bids.

Student Affairs Committee

The Committee had five informational reports on its agenda. Due to lack of time, the last item, "Overview of Student Demographics", was postponed for a future meeting.

State of the Student Senate — Tarek Bazzi, vice president of the Student Senate, reported on the goals and initiatives for the 2015-2016 academic year planned by the Student Senate.

Update on The South End — Alex Franzen, editor-in-chief of *The South End*, discussed recent developments at the newspaper.

Presentation on Summer Programs Supporting Underrepresented Students — Associate Provost Monica Brockmeyer discussed the various programs at WSU designed to support students in their transition to college and successful progress through their first three semesters.

Student Conduct Officer Report — The report summarized the Student Code of Conduct charges filed in the 2014-15 academic year, describing the violations, number of students found responsible, and the disciplinary sanctions.

REPORTS AND RECOMMENDATIONS FROM THE UNIVERSITY ADMINISTRATION

The Provost and the vice presidents submitted the written informational reports listed below describing activities in their divisions.

Academic Affairs Informational Report — Student, Faculty and Academic Staff Achievements

Provost Winters called attention to the Undergraduate Research Conference held about two weeks ago. About 125 students, paired with a faculty member, presented their research and creative projects, about half of whom were funded through the official program, and half who were students interested in their subjects. The program is growing, since the number of participants was double that of two years ago.

Report on Research Awards and Proposals

Vice President Lanier reported that there was a significant upturn in extramural funding for research in FY 2015, from \$151 to \$188 million, reflecting both an increase in the number of awards and also in the dollar amount for many of the awards. A chart illustrated extramural funding based on sponsor, with the National Institutes of Health as the largest funding source. Dr. Lanier explained that the formula used to account for clinical trial awards in FY 2015 was adjusted to be more consistent with the University's peers. He called attention to state funding in FY 2015 which totaled about \$24 million, a considerable increase over the last several years, especially when compared to \$7 million in FY 2014. The large difference can be attributed to the timing of when the grants are awarded at the end and the beginning of the fiscal years. Nevertheless, Dr. Lanier said it represented a significant increase over past years, and he thanked the faculty for their hard work.

Vice President Lanier stated that one of the discussions during Cabinet meetings centered about how to increase the Board's awareness about different research activities across campus. Many are funded, but faculty take part in scholarly and creative activities that do not fall into that category, and therefore the administration will add a short research presentation from faculty members over the next few Board meetings. For the first presentation, Dr. Lanier introduced Dr. David Rosenberg, Chair of the Psychiatry Department in the School of Medicine since 2012. A graduate of the University of Michigan Medical School, he was at the University of Pittsburgh when WSU recruited him in 1996. Dr. Rosenberg is well recognized as an educator, investigator, and clinician, and his primary area of research is in the neurobiological markers associated with pediatric obsessive-compulsive disease, which he will discuss in the context of translational science.

Dr. Rosenberg stated that WSU's Department of Psychiatry and Behavioral Neurosciences is at the forefront of modern biological psychiatry. He described its eleven different divisions, ranging from child and adolescent psychiatry to geriatrics and trauma neurobiology, among others. He noted, however, that the core of the department is translational neuroscience, a relatively new term that means bringing advances and knowledge from basic science about the brain and the central nervous system to improve patient care through precision medicine, and by using these various technologies, brain imaging, genetics, others, to enhance diagnosis and treatment of neuropsychiatric illness. The Psychiatry Department's trainees, students and faculty collaborate and partner with several departments in the School of Medicine, the Perinatal Research Branch, and many departments on the main campus. Dr. Rosenberg stated that WSU has a unique infrastructure not found elsewhere in the country, and the timing is right to develop a translational neuroscience institute at Wayne State University.

Dr. Rosenberg focused his presentation on one condition that is being studied in his department, obsessive compulsive disorder, defined as recurrent, intrusive thoughts, ideas and behaviors, called obsessions, that are repetitive and ritualistic, and recognized by the person afflicted as being excessive and unreasonable. Dr. Rosenberg explained that these patients are not psychotic; they have an intact reality. The symptoms, however, cause marked distress and significantly interfere with psychological, occupational, or school functioning. The medical profession is now realizing that this condition is more common than previously thought, with at least 6 million Americans suffering from the condition. Another important fact is that at least 80% of all cases have their onset in childhood and adolescence, when the brain regions most implicated in obsessive compulsive disorder are undergoing striking neurodevelopmental changes. This fact was discovered by WSU's neurologists and neurosurgeons, who noticed that when these brain regions were damaged by tumor, a

trauma, infection, or stroke, many patients began to exhibit new obsessive compulsive behaviors.

Dr. Rosenberg stated that WSU has the only pediatric center in the country with both positron emission tomography (PET) and high field MRI scanning capability at Children's Hospital of Michigan. It is one of the reasons that children and their families come from all over the country and the world for assessments in the program. He added that because of this infrastructure, WSU is the lead coordinating center for a large multicenter international consortium grant funded by the National Institute of Mental Health, combining sophisticated MRI brain imaging and genetic studies before and after treatment in children with obsessive compulsive disorder, with over 1000 children being studied at WSU.

Dr. Rosenberg showed several slides of brain imaging findings, explaining that children with obsessive compulsive disorder have significantly less serotonin being made than do those without the disorder in the control group. When they are treated with certain medications, there is a striking increase in brain serotonin. Another discovery was the genetic factor. Of those children with the disorder, together with a family history of the disorder, over 80% had abnormal brain changes; while those children with the same clinical presentation but without a family history, only 20% had abnormal brain changes.

As the team of investigators continued the study, it discovered that the brain chemical glutamate served as the brain's light switch to turn the serotonin on and off, and that it was critically involved in obsessive compulsive disorder. This discovery led to the study being featured on ABC's 20/20 program, which has featured the progress of the study five times since 2009, most recently in May 2015. Dr. Rosenberg added that the investigative team is currently following three patients with obsessive compulsive disorder and compulsive hoarding for a follow-up special in the winter. He showed a short video from the most recent feature on 20/20, and concluded the presentation.

President Wilson thanked Dr. Rosenberg for the presentation and commended him for his work.

Research Awards Over \$500,000 (FY 2015 Quarters 3 and 4)

No questions were raised on the report.

University Contracts

Vice President Lanier presented five contracts for Board approval with companies in which faculty members played an active part. This creates a potential conflict of interest. Michigan Conflict of Interest law requires specific sunshine procedures in order for a University employee, or a company owned by a University employee, to contract directly or indirectly with the University. The law requires disclosure of any pecuniary interest in the contract, and the disclosure must be made a matter of record in the Board's proceedings, including the name of the parties involved, and the terms of the contract. The contract must be approved by the Board with a vote of not less than two-thirds of the full membership of the Board in open session.

The disclosures required by the Conflict of Interest law for each contract are shown below.

Qurgen, Inc.

- i. The parties involved in the contract are Wayne State University and Qurgen, Inc.
- ii. The contract will provide:
 - a. An exclusive, worldwide royalty bearing license with the right to grant sublicenses;
 - b. Financial consideration of:
 - 1) License issue fee of \$3,000.
 - 2) WSU will receive 4% equity in the form of common stock with a non-dilution threshold of \$3.5 million.
 - 3) Reimbursement of past patent expenses and payment of all ongoing patent expenses.
 - 4) Royalty on net revenue:
 - a) Non-clinical applications: 4% net revenue for years 1 through 3; 5% net revenue for years 4 through 5; and 7% net revenue for year 6 and beyond.
 - b) Clinical applications: 2% net revenue.
 - 5) Sublicense fees:
 - a) Non-clinical applications: 30% for 2015-2019 and 20% thereafter.
 - b) Clinical applications: 30% prior to IND approval; 20% prior to Phase III enrollment; and 20% thereafter.
 - 6) License Maintenance Fees and Minimum Annual Royalties:
 - a) Minimum Annual Royalties:
 - 2017: \$ 7,500
 - 2018: \$15,000
 - 2019: \$30,000 and \$50,000 each year thereafter until approval of first clinical product.
 - b) Minimum Annual Royalties after regulatory approval of clinical product:
 - \$125,000, Year 1-2
 - \$300,000, Year 3-4
 - \$500,000, Year 5 and thereafter.
 - 7) Diligence milestone payments that include:
 - \$75,000 upon IND approval
 - \$250,000 upon first enrollment in phase III clinical study
 - \$1,000,000 upon NDA regulatory approval.
 - c. No University employees are assigned in connection with the licensing contract.
- iii. The pecuniary interest of the parties to the contract, Jianjun Wang, Ph.D., associate professor, and Qianqian Li, Ph.D., Research Associate, both of the Department of Biochemistry and Molecular Biology, consists of an Ownership Interest, each WSU employee holding 25% equity interest in Qurgen, and will therefore have the potential to financially benefit from the commercial success of the company, including the commercialization of the University's Technology known as "Protein Transduction Using QQ Delivery Reagent and Applications Thereof."

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Nicholson, the Board of Governors authorized the President or his designee to contract with QURGEN, INC. to enter into an exclusive license for commercialization of the intellectual property encompassing the Technology entitled "Protein Transduction Using QQ Delivery Reagent and Applications Thereof." The motion was approved with the following roll call vote:

Governor Dunaskiss — Yes
Governor Kelly — Yes

Governor O'Brien — Yes
Governor Pollard — Yes

Governor Massaron – Yes
 Governor Nicholson – Yes

Governor Thompson – Yes
 Governor Trent – Yes

Trimaran Pharma, Inc.

- i. The parties involved in the contract are Wayne State University and Trimaran Pharma, Inc.
- ii. The contract will provide:
 - (a) An exclusive, worldwide royalty bearing license.
 - (b) Financial consideration of:
 - (1) Option issue fee of \$5,000.
 - (2) 5.0% of Trimaran issued and outstanding common capital stock.
 - (3) Annual license maintenance fee of \$10,000 beginning on the second anniversary of the Effective Date and payable each year the first commercial sales are completed.
 - (4) Royalty rate of 2.5% of Net Sales of License Products for the first \$500 million of net sales; 2.0% for the next \$500 million of sales; and 1.5% for all net sales in excess of \$ 1 billion.
 - (5) Beginning with the fourth anniversary of the effective date, Licensee will pay WSU minimum annual royalties of \$20,000, \$30,000, \$40,000, \$40,000, \$50,000, and \$60,000 for year 6 — n.
 - (c) No University employees are assigned in connection with the licensing contract.
- iii. The pecuniary interest for Alope Dutta, Ph.D., professor in the Department of Pharmaceutical Sciences, consists of an Ownership Interest, with WSU employee holding 20% equity interest in Trimaran Pharma, Inc., and will therefore have the potential to financially benefit from the commercial success of the company, including the commercialization of the University's Technology Known as "Triple — Reuptake Inhibitors for Indications Including Depression, PTSD."

ACTION — Upon motion by Governor Pollard and seconded by Governor O'Brien, the Board of Governors authorized the President or his designee to contract with Trimaran Pharma, Inc., to enter into an exclusive license for commercialization of the intellectual property encompassing the Technologies collectively titled, "Triple — Reuptake Inhibitors for Indications Including Depression, PTSD." The motion was approved with the following roll call vote:

Governor Dunaskiss — Yes
 Governor Kelly — Yes
 Governor Massaron — Yes
 Governor Nicholson — Yes

Governor O'Brien — Yes
 Governor Pollard — Yes
 Governor Thompson — Yes
 Governor Trent — Yes

E2i, LLC

- i. The parties involved in the contract are Wayne State University and E2i, LLC.
- ii. The contract will provide:
 - (a) An exclusive, worldwide option to license, with the rights to limited commercial sublicensing of the software.
 - (b) Financial consideration of:
 - (1) Option fee of \$500;
 - (2) Royalties: Software sublicensing — 5%.

(c) No University employees are assigned in connection with the licensing contract.

- iii. The pecuniary interest for Carol Miller, Ph.D., professor of Civil and Environmental Engineering, consists of an Ownership Interest, holding 33.3% equity interest in E2i, LLC, and will therefore have the potential to financially benefit from the commercial success of the company, including the commercialization of the University's Technology known as "LEEM: Locational Emissions Estimation Methodology."

ACTION — Upon motion by Governor Dunaskiss and seconded by Governor Nicholson, the Board of Governors authorized the President or his designee to contract with E2i, LLC to enter into an exclusive option to license for commercialization of the intellectual property relating to "LEEM: Locational Emissions Estimation Methodology." The motion was approved with the following roll call vote:

Governor Dunaskiss — Yes
 Governor Kelly — Yes
 Governor Massaron — Yes
 Governor Nicholson — Yes

Governor O'Brien — Yes
 Governor Pollard — Yes
 Governor Thompson — Yes
 Governor Trent — Yes

Galima Biotech, Inc.

- (i) The parties involved in the contract are Wayne State University and Galima Biotech, Inc.
- (ii) The contract will provide:
- (a) An option to acquire an exclusive, worldwide royalty bearing license.
 - (b) The option shall be for twelve (12) months.
 - (c) Financial consideration of:
 - (1) Option fee \$2,000;
 - (2) Payment of patent expense incurred during option period for preparing, filing, prosecuting and maintaining any existing or new patent applications.
 - (d) No University employees are assigned in connection with the licensing contract.
- (iii) The pecuniary interest for Juri Gelovani, M.D., professor in the Department of Biomedical Engineering, consists of an Ownership Interest, holding 100% equity in Galima Biotech and will therefore have the potential to financially benefit from the commercial success of the company, including the commercialization of the University's technology known as "Compositions and Methods Relating to Galectin Detection."

ACTION — Upon motion by Governor Trent and seconded by Governor Thompson, the Board of Governors authorized the President or his designee to contract with Galima Biotech, Inc. to enter into an option for an exclusive license for commercialization of the intellectual property encompassing the Technology entitle "Compositions and Methods Relating to Galectin Detection." The motion was approved with the following roll call vote:

Governor Dunaskiss — Yes
 Governor Kelly — Yes
 Governor Massaron — Yes
 Governor Nicholson — Yes

Governor O'Brien — Yes
 Governor Pollard — Yes
 Governor Thompson — Yes
 Governor Trent — Yes

Functional Fluidics, LLC

- i. The parties involved in the contract are Wayne State University and Functional Fluidics, LLC.
- ii. The contract will provide:
 - (a) Scope: The University will lease a Bioflux instrument purchased in February 2012 to Functional Fluidics.
 - (b) Duration: The lease will extend from January 1, 2016 through December 31, 2020.
 - (c) Financial Consideration: The instrument was purchased from Fluxion Biosciences, Inc. at a cost of \$180,603.94. The equipment's fair market value is comparable to its book value of \$86,000. The lease will be for a period of 5 years with annual payments of \$17,200, with a \$1.00 buy-out option at the end of the lease.
 - (d) Location: Equipment will be transferred from the WSU School of Medicine, 3901 Beaubien, Suite 4134, to Functional Fluidics, located at 449 Burroughs Street, Suite 641, Detroit Michigan 48202.
 - (e) Additional: Functional Fluidics will be required to carry property insurance to protect the University's interest in the equipment.
- iii. The pecuniary interest for Patrick Hines, M.D., Ph.D., Assistant Professor in the Department of Pediatrics, consists of the current sole ownership of Functional Fluidics, LLC, and he will therefore have the potential to benefit financially through the lease of the equipment.

ACTION — Upon motion by Governor Trent and seconded by Governor Thompson, the Board of Governors authorized the President or his designee to contract with Functional Fluidics, LLC to enter into a lease agreement for a Bioflux instrument purchased by the University in February 2012. The equipment was purchased for the Department of Pediatrics, and is no longer in use at the University. The motion was approved with the following roll call vote:

Governor Dunaskies — Yes	Governor O'Brien — Yes
Governor Kelly — Yes	Governor Pollard — Yes
Governor Massaron — Yes	Governor Thompson — Yes
Governor Nicholson — Yes	Governor Trent — Yes

Report on Waivers Approved to Board Statute 2.41.01.140 — Vice President Lanier
Government and Community Affairs Report – Vice President Lindsey
Economic Development— Vice President Staebler
Development and Alumni Affairs Report – Vice President Johnson

No questions were raised on the four reports listed above.

Establishment of Endowment Funds

Vice President Johnson presented the endowment funds listed below for approval.

ACTION — Upon motion by Governor O'Brien and seconded by Governor Massaron, the Board of Governors established endowment funds that total \$4,948,722 for the purposes presented.

1. The Eugene Applebaum College of Pharmacy and Health Sciences Dean's Endowed Recruitment Scholarship (fund functioning as an endowment) to recognize scholastic achievement, encourage continued academic success, and provide financial assistance to students toward their education in the Eugene Applebaum College of Pharmacy and Health Sciences. \$185,000
2. The Nancy S. Barrett Endowed Prize in Applied Macroeconomics to recognize the best dissertation, thesis or other substantial paper on applied macroeconomics in the College of Liberal Arts and Sciences Department of Economics. \$25,000
3. The Birosak Family Endowed Merit Scholarship in memory of Anne Birosak-Kovach to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Liberal Arts and Sciences, the School of Business, and the College of Education. \$25,000
4. The William L. Bristol, M.D., Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the School of Medicine \$25,000
5. The Robert D. Brown and Geraldine A. Ford-Brown Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Engineering. \$110,000
6. The Ethel B. Chase Women of Wayne Endowed Scholarship (fund functioning as an endowment) to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education at Wayne State University. \$25,000
7. The Aquela Hamzawi Family Math Corps Endowed Scholarship to support the Math Corps Program. \$30,000
8. The Jean Banks Holloway Endowed Scholarship in Education to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Education. \$50,000
9. The Nazih Jawad Life Rx Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the Eugene Applebaum College of Pharmacy and Health Sciences. \$25,000
10. The Theodore B. and Pamela J. Jones Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the School of Medicine. \$25,000
11. The Jerome H. Kaufman, M.D., Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the School of Medicine. \$25,000

12. The Hugh and Mary Ann Kelly Chemistry Undergraduate Endowed Research Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Liberal Arts and Sciences Department of Chemistry. \$50,000
13. The Marilyn Kelly Public Interest Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the Law School. \$50,000
14. The L.L. Leddick Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Education. \$25,000
15. The Lucille Makarov Memorial Scholarship (fund functioning as an endowment) to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the college of Liberal Arts and Sciences Department of Sociology. \$95,741
16. The Arthur F. Marotti Endowed Research Fund to aid research in the College of Liberal Arts and Sciences Department of English. \$25,000
17. The Andrew J. and Patricia J. Mikus endowed Memorial Scholarship in Liberal Arts to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Liberal Arts and Sciences. \$131,578
18. The Judge Claudia House Morcom Endowed Scholarship (fund functioning as an endowment) to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the Law School at Wayne State University. \$30,000
19. The Betty J. Neitzel Endowed Support Fund (fund functioning as an endowment) to support research, operations and scholarships in the College of Liberal Arts and Sciences Department of Psychology. \$450,000
20. The Robert L. Ryan Helping Individuals Go Higher (H.I.G.H.) Program Fund (fund functioning as an endowment). \$50,000
21. The Shokoohi Family Medical Student Directorship Endowed Support Fund to support the office of the medical student director who manages medical student activities in the Department of Ophthalmology. \$358,070
22. The Sievert Family Endowed Scholarship in Research, Internship, Service and Engagement (RISE) to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Liberal Arts. \$50,000
23. The Hardeep Kaur Singh and Trilochan Singh Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to

students in financing their education in the College of Engineering Department of Mechanical Engineering. \$50,000

24. The Dr. Rae Lee Siporin GLBTA Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Liberal Arts and Sciences. \$25,000
25. The David Thornton and Dr. Bonnie Thornton Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the Department of Occupational Therapy. \$25,000
26. The Tierney Alumni House Endowed Support Fund to support upgrades and improvements to the Tierney Alumni House. \$1,033,333
27. The James L. and Margueritte A. Way Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the School of Business. \$25,000
28. The Wayne Law Golf Outing Endowed Scholarship to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the Wayne State University Law School. \$25,000
29. The Carl Ziemba Endowed Scholarship (fund functioning as an endowment) to recognize scholastic achievement, encourage continued progress, and provide assistance to financially deprived students in financing their education in the Law School. \$1,900,000

Dissolution of Endowment Funds

The administration received a request from the Kreege Eye Institute for the dissolution of an endowment fund, with the balance in the funds to be transferred to establish a new endowment.

ACTION — Upon motion by Governor Nicholson and seconded by Governor O'Brien, the Board of Governors approved the dissolution of the Shokoohi Family Endowed Resident and Fellowship Fund. The motion was adopted unanimously.

Request to Execute a Charitable Gift Annuity in Excess of \$200,000

Jannie Tang, M.D., has requested that the University execute a charitable gift annuity contract with her for approximately \$300,000, with the funds remaining at the conclusion of the contract to be placed in the Jannie Tang, M.D., Endowed Scholarship fund. The University agreed with the request, in accordance with Board of Governors statute 2.72.01, the Planned Giving Policy and Guidelines.

ACTION — Upon motion by Governor Massaron and seconded by Governor Trent, the Board of Governors authorized the President, or his designee, to enter into a charitable gift annuity contract for approximately \$300,000 with Ms. Jannie Tang, M.D. The motion was adopted unanimously.

Ratification of Executive Committee Actions

Governor Pollard presented a statement reviewing President Wilson's accomplishments during the last two years. He commented that the President's leadership has inspired people to come together to face tough challenges and to pursue bright opportunities. He has high expectations not only for Wayne State but also for himself. Governor Pollard said this drive has resulted in a successful Pivotal Moments Capital campaign which has reached \$500 million and is well on the way to its goal of \$750 million. The President's personal involvement has built strong relationships that resulted in generous gifts, including \$40 million from the Ilitch family for the new Mike Ilitch School of Business and \$8.5 million for a surgery center in the School of Medicine, \$25 million from alumnus James Anderson to form the James and Patricia Anderson Engineering Ventures Institute, and \$2 million from alumnus Tom Tenary to transform the historic Hecker House into the Tenary Alumni House. He has also contributed to the development of the 2016 to 2021 Strategic Plan that will help define and differentiate WSU from other universities in the state.

The President has also built a culture of accountability that embraces hard work and faces difficult challenges. He strengthened the administration by adding a Vice President of Health Affairs, a Chief Diversity Officer, and a director for the new Office of Multicultural Student Engagement. In addition, President Wilson is committed to the City of Detroit, and his presence will make a difference that will last long beyond his tenure.

President Wilson is almost half-way through his term of appointment at the University, and Governor Pollard reported that the Board has reached a new agreement with the President that will extend his term of office through July 31, 2026. Other terms of the agreement are to provide for an annual increase in his base salary; to provide an opportunity for the Board to recognize extraordinary accomplishments through an annual bonus system to be paid at the Board's discretion, minor changes to the President's deferred compensation and supplemental life programs, and minor changes to the contract language he currently has, including a process for the President's return to the faculty upon his completion of the term of President.

Governor Pollard thanked the President for his work. He added the Board is delighted that President Wilson has agreed to extend the length of his contract, and it has complete confidence in his ability to lead Wayne State well into the future.

President Wilson thanked the Board of Governors and members of the Wayne State community.

PUBLIC COMMENTS

The Secretary received two requests to speak from members of the campus community. President Wilson informed them they would each have four minutes to present their remarks.

John Lauve

I am a graduate aerospace engineer and rocket scientist from U of M, and I was just stunned to see this meeting delayed for 40 minutes for an executive session. If you're

going to have a personnel issue, you can do it in closed session, but you have to announce it and have a vote on it before you close it and then reopen it and put down what is involved. You failed to follow the Open Meetings Act, and that is very clear.

Also, the reason why I am coming here is beyond that, is this troubling issue with the Ilitch School of Business that was done in a very troubling way; it was done in secrecy, there was some sense of urgency, you had a special meeting where nobody could really meet the criteria to come and talk about it. And there needs to be discussion; you should have a business plan, the Business School should evaluate it and list the pros and cons. This is just amateur kind of treatment, and it is typical of the record of corruption that Ilitch has in the city. He has cheated the city out of millions of dollars in the Joe Louis Arena; he didn't pay anything for years to the bankrupt city. And that's how he runs everything.

I would like to show you a couple of facts about this site that he has. Do you have that piece of paper that I passed out, turned in, in front of you? If you start at the top there, he got \$39 million from the city for the land in this project. That was from the School Aid Fund. They don't want to pay to educate kids; we're going to have a hockey rink – that's what the city needs. Here's the location right here; here's the hockey stadium. It's right next to the garbage loading dock on a street that's dug out so that it can accommodate trucks to back up to the loading dock. This property is not owned by Ilitch; it's owned by the city. And the DDA, Downtown Development Act 197 specifically says that you have to have hearings and a vote by the City Council. None of this has taken place; they just come in and say, here it is, it's a done deal. That's not what's needed, and I have to thank Mrs. Thompson for her insight to not vote on it at this time; it was premature. You need to do this in a professional way; not this kind of wham, we got a special deal. And you look at the money, he's not giving anything. He's going to write it off on his taxes, so it's all going to be tax money that is going to pay for this thing. Plus you are incurring a \$50 million obligation, and as I listed on this paper, you're taking this population out of the campus. You're going to put them down here a mile away from town next to a hockey rink on hockey night with the security; on the top here you're going to have the lights, they're going to be flashing lights; right next to that is where you're going to put this School of Business. It's unacceptable to do that to the citizens of this campus. You have a great institution. The urgency is not the business school; it's education. That's what Wayne State was founded on, and that's what you should be working on. It needs to be reconsidered. The campus police – one of the financial costs of this, you're going to have to have a heating plant. What are you going to do? This thing is just a monumental money-drainer; that's all it is. A temple to Ilitch right next to his hockey rink; that's the big contribution to the city. I am asking you to look at this and evaluate it in a professional way, not this kind of, Oh, we have a lot of money, we'll give it to you and you will have a nice school. This does nothing for the campus. It harms the people. If you have parking – they're going to be parking in Ilitch's parking lots. They want to bring that money down there so you can go eat in his place. It's going to take that economy away from this campus; this campus is the place that should be built on and preserved and nurtured. If he wants to give money, take it and give it to the education system in Detroit. A quarter billion dollars for the hockey rink of school aid money.

Mr. Lauve's allotted time was up, and his statement was concluded.

Joel Kahn, M.D.

Mr. Pollard, Dr. Wilson, members of the Board, thank you for giving me the opportunity to address an important issue by the University I care about deeply. I am a clinical professor of Medicine at this University. I spent the morning lecturing at the medical school at Scott Hall. I am a member of the medical staff of the Detroit Medical Center and many other hospitals, with a private practice in the community. I completed training and residency at this institution and at the University of Michigan.

I am here to ask the Board to consider ongoing experiments in congestive heart failure for more than a quarter of a century and the use of dogs in experiments to translate, as we heard, dog experiments into benefits for the people of the city of Detroit, experiments which have been carefully examined over and over and have been found to be useless in terms of benefits to the citizens of the city of Detroit. For more than a quarter century, these experiments have been focusing on high blood pressure, hypertension, and congestive heart failure as a model to help the people of the city, and publications have pursued, but not one single shred of benefit to any human being has come out of a quarter century, \$8 million of government funding, and more than hundreds of dogs that have been operated on and died because of these experiments. In fact these operations are quite detailed; most dogs go through four separate surgeries over the course of a week of recovery. A quarter of the dogs die before they ever enter the clinical experimentation, and then all of course are euthanized at the end.

The current grant that is allowing this researcher at the University will expire in April 2016. We are asking consideration that there be pressure placed not to allow renewal of this grant via the NIH but through the Board because of great focus and attention, and basically negative press that has been placed on the university for the failure of these experiments to help the people of the city, whereas these resources and funds could have done so much more to help the clinical aspects. This translation we talk about has occurred throughout my field in congestive heart failure, but not because of this quarter century of ongoing experiments. To quote a very esteemed professor of physiology, Dr. Loring Rowell, "no amount of extrapolation of dog research can translate to human physiology because of the profound differences. Dogs have hearts three times bigger per pound than humans. Dogs keep all their blood towards their head, humans towards their legs." Many other differences, plus the model that is used, is actually pacing these dogs, the pacemaker, at twice the heart rate of their normal heart rate, which has no usual model in human physiology. My patients don't show up at Harper and Sirai Grace because their pacemaker is going twice as fast as it should be; it's an artificial control that allows the heart to weaken, but it does not have any translation into a medication or treatment or an operation, or anything.

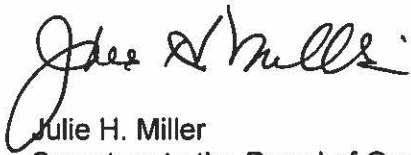
Wayne State University has a stated mission to improve the overall health of the community. My patients are a part of that. The funds of this institution are a part of that. The graduates of the medical school and the general University are a part of that. In order to improve the health and the reputation of the Wayne State University campus, we ask in general from the medical community that pressure be put to end these experiments, allow the dogs not to be euthanized and operated on in a cruel manner, and really focus on what needs to be done in this city – education and prevention, nutrition, fitness, walking ways, and things that within a year will benefit the people of this city. Thank you very much for your attention.

President Wilson thanked the speakers for their comments.

ADJOURNMENT

There being no further business, the meeting was adjourned at 4:48 p.m.

Respectfully submitted,



Julie H. Miller
Secretary to the Board of Governors

DRAFT