

Board of Governors

OFFICIAL PROCEEDINGS

March 24, 2017

Regular Meeting

The meeting was called to order at 3:14 p.m. by President Wilson in Room BC of McGregor Memorial Conference Center. Secretary Miller called the roll. A quorum was present, with the following Board members in attendance:

Governors Busuito, Gaffney, Kelly, O'Brien, Thompson, and Trent; and President Wilson

Board Members Absent: Governors Dunaskiss and Nicholson

Also Present: Provost Whitfield, Vice Presidents Burns, Decatur, Hefner, Lessem, Lindsey, Staebler, and Wright; and Secretary Miller

APPROVAL OF CONSENT AGENDA

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

Board Meeting

- A. Approval of the Official Proceedings of January 27, 2017
- B. Personnel Recommendations

Academic Affairs

- C. Establishment of a Joint Master's Degree in Social Work and Public Health
- D. Establishment of a Doctor of Nurse Anesthesia Practice Program
- E. Establishment of a Graduate Certificate in Elementary Mathematics Specialist: Introductory
- F. Establishment of a Graduate Certificate in Elementary Mathematics Specialist: Advanced
- G. Establishment of a Master of Arts in Arts Administration
- H. Establishment of a Master of Science Program with a Major in Finance
- I. English Proficiency Policy for Graduate Admission
- J. Discontinuance of International Studies Co-Major

Budget and Finance

- K. Amendment to Phase I of the Campus Housing Facilities' Master Plan
- L. Weight Room Addition to the Frederick C. Matthaei Physical Education Center

Approval of the Official Proceedings of January 27, 2017 (Board)

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Official Proceedings of the January 27, 2017 regular meeting of the Board of Governors were approved as presented. The motion was adopted unanimously.

Personnel Recommendations (Board)

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

School of Medicine

Sharon Ackerman, associate professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Robert Akins, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

William Brusilow, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Brian Edwards, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per twelve-month year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

David Evans, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per twelve-month year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Domenico Gatti, associate professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Thomas C. Holland, associate professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Matthew P. Jackson, associate professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Yeon Mee Kim for appointment as professor (research) in the Department of Pathology, effective January 5, 2017.

Ladislau Kovari, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Bharati Mitra, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Richard Needleman, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per twelve-month year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Raghavendar Thipparthi, associate professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Harley Y. Tse, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Jianjun Wang, professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Jeffrey Withey, associate professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Zhe Yang, associate professor, Department of Microbiology, Immunology, & Biochemistry, for transfer of tenure per University year from the Department of Biochemistry and Molecular Biology to the Department of Microbiology, Immunology, & Biochemistry, effective January 9, 2017.

Establishment of a Joint Master's Degree in Social Work and Public Health (Academic Affairs)

Social work and public health disciplines share many areas of common interest and overlapping competencies, and each discipline has strategies for providing services for vulnerable and underserved population groups. The proposed Joint Master's Degree in Social Work and Public Health (MSW/MPH) will provide social work students with a deeper understanding of the determinants of health and the scientific methods necessary to operate in an interprofessional environment. It will strengthen the knowledge base necessary to address health disparities and urban health challenges, and emphasize intervention at the primary prevention level and the promotion of positive health behaviors. It is estimated that employment for healthcare and public health social workers will grow 34% over the next ten years. Across the

country there are about 47 MSW/MPH joint degree programs, and in Michigan the program is offered at the University of Michigan and Michigan State University.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors approved the establishment of a joint Master of Social Work and Master of Public Health degree, effective Fall 2017. The motion was adopted unanimously.

Establishment of a Doctor of Nurse Anesthesia Practice Program (Academic Affairs)

The Council on Accreditation for Nurse Anesthesia Programs (COA) requires that all Nurse Anesthesia programs be at the doctoral level by January 1, 2022 for entry into practice by 2025. No master degree programs will be accredited after January 2022. In addition, in 2010 the Institute of Medicine indicated that doctoral prepared nurses should be doubled by 2020, further emphasizing the need to prepare practitioners with the level of education and competencies to function in a rapidly changing demographic society, and with complex patient populations with increasing health risks. Graduates are employed in large teaching hospitals, community hospitals, ambulatory settings, and in critical care areas of need such as rural hospitals.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors approved the establishment of a Doctor of Nurse Anesthesia Practice program within the Department of Health Sciences in the Eugene Applebaum College of Pharmacy and Health Sciences, effective Fall 2018. The motion was adopted unanimously.

Establishment of a Graduate Certificate in Elementary Mathematics Specialist: Introductory (Academic Affairs)

Establishment of a Graduate Certificate in Elementary Mathematics Specialist: Advanced (Academic Affairs)

Currently there is national concern about improving mathematics instruction in schools, and many feel that practicing elementary school teachers, who are primarily generalists, do not have the in-depth knowledge and expertise to teach elementary mathematics. Elementary math specialists would be able to support teachers at their school sites in diverse roles such as lead teachers, curriculum specialists, and coaches. Although Michigan is one of 18 states that recognize the elementary mathematics specialist designation, no universities in Michigan currently offer a Graduate Certificate program. The proposed certificate program at WSU would be available to teachers currently in the field and would also be open to new graduates of elementary teacher credential programs.

Two different certificates are proposed. The Graduate Certificate in Elementary Mathematics Specialist: Introductory (GCEMS-Intro) prepares candidates to be instructional

specialists responsible for supporting effective mathematics instruction and student learning at the classroom or school level. The GCEMS-Advanced prepares candidates to be curriculum specialists, teacher leaders, or coaches responsible at the classroom, school, district, or state levels.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors established a Graduate Certificate in Elementary Mathematics Specialist: Introductory (GCEMS-Intro), effective Spring-Summer 2017. The motion was adopted unanimously.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors established a Graduate Certificate in Elementary Mathematics Specialist: Advanced (GCEMS-Adv), effective Spring-Summer 2017. The motion was adopted unanimously.

Establishment of a Master of Arts in Arts Administration (Academic Affairs)

The 21st century artist faces significant challenges caused by reductions in government and corporate funding and the change in grant priorities made by many foundations way from arts and cultural institutions. Many organizations have therefore cut the number of productions, performances and exhibits, reducing the number of employment opportunities for artists. The University proposes a program to prepare artists who have moved toward creating their own careers by providing them specialized training in arts administration. It will foster leadership and management skills, explore processes of innovation and creativity, examine networks and sources of support, and draw on sound business and administrative training. There is evidence that student demand exists, since 12 students enrolled in the undergraduate arts administration minor the very first year that the courses were offered. No similar programs are currently being offered in Michigan.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors approved the establishment of a Master of Arts in Arts Administration, effective Fall 2017. The motion was adopted unanimously.

Establishment of a Master of Science Program with a Major in Finance (Academic Affairs)

The fast pace of financial innovation over the last 30 years and the increased complexity of the global financial system has led to a substantial demand for training in finance with greater depth than can be provided by a traditional M.B.A. An increasingly large number of firms prefer that analysts earn a master's degree in finance or the Chartered Financial Analyst (CFA) designation. The proposed Master of Science program addresses specific workforce development needs of future graduates and is designed for working professionals with a

Bachelors' degree in finance or accounting who want to advance in their career or shift careers to finance. The MSF is a quicker degree than the MBA, 30 credit hours in as little as a year of study. The program is open to both business and non-business undergraduates and equips them with tools, ideas and frameworks to excel in early-stage finance jobs. The degree is viewed as a stepping stone to one of the most sought-after careers in the international business and finance sectors, and there is strong demand for experts in fields such as banking, fund management, multinational companies, securities firms and financial consultancy.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors approved the establishment of a new Master of Science Program with a major in Finance, effective Fall 2017. The motion was adopted unanimously.

English Proficiency Policy for Graduate Admission (Academic Affairs)

Since 1974 the English Language Institute (ELI) has trained prospective graduate and undergraduate applicants to WSU in the English language, academic skills, and cross-cultural communication. Students completing the highest level (level 5) of the ELI routinely obtain passing scores on the Test of English as a Foreign Language (TOEFL), and some students receive acceptable TOEFL scores by completing ELI Level 4. Additionally, ELI prepares students with academic skills such as research paper writing and giving formal presentations. Because ELI's preparation of students greatly exceeds the minimum English proficiency requirements set for admission to WSU, it is proposed that completion of the highest level of ELI be recognized as proof of adequate English proficiency for graduate admission, a practice that the Office of Undergraduate Admissions had adopted eight years ago.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors revised the English proficiency requirement for graduate admission to include the following:

Successful completion of the highest level of the Wayne State University English Language Institute (ELI) program.

The motion was adopted unanimously.

Discontinuance of International Studies Co-Major (Academic Affairs)

The International Studies co-major is an interdisciplinary co-major housed in the English Language Institute. After it was reviewed in 2013-2014, Global Studies major and minor programs were designed as its replacement. Current students have switched to the Global Studies program, and the International Studies Co-Major will be discontinued.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors discontinued the International Studies Co-Major, effective December 31, 2017. The final semester that students will be able to graduate with an International Studies co-major will be Fall 2017. The motion was adopted unanimously.

Corvias Housing Update

Amendment to Phase I of the Campus Housing Facilities' Master Plan (Budget and Finance)

The administration presented an update on the Corvias Housing Agreement and current renderings of the planned student housing on Anthony Wayne Drive. Since September 2016 the design and costs have become more specific, resulting in an overall increase in the construction costs of more than \$7 million. The increase was mitigated by a reduction in project management fees and contingency set-asides of \$1.8 million. The most significant issue was the discovery of a Detroit Water and Sewerage Department large, deeply-buried main sewer line along the west side of the site that drains much of northern Wayne County and parts of Oakland County. To avoid building over this line, the buildings had to become thinner and longer, thereby increasing the construction costs.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors approved an increase in the costs of Phase I activities of the Campus Housing Facilities' Master Plan of 4.6% or \$5,179,695 for a new total for Phase I activities of \$119,109,695. The total cost of master plan phase I activities will be funded and completed by the WSU-Corvias Campus Living Partnership from bond proceeds available from an April 2017 new debt issuance by the partnership. The motion was adopted unanimously.

Weight Room Addition to the Frederick C. Matthaei Physical Education Center (Budget and Finance)

The administration proposed the construction of a new weight room addition connected to the west side of the Matthaei Building. The current weight room is cramped and lacks proper ventilation, and no space is available within the building for expansion. The new facility will serve 400 male and female students who participate in the 18 intercollegiate varsity sports. It will provide an open area weight room, offices, a conference room, nutrition station, and facility support spaces in about 10,000 square feet of space.

ACTION — Upon motion by Governor Busuito and seconded by Governor O'Brien, the Board of Governors authorized the President, or his designee, to award contracts to design and construct a weight room addition to the Matthaei Physical Education Center. Further, the Board of Governors authorized spending up to \$2,300,000 to design and construct the facility. Funding for this project will be provided temporarily from university cash and permanently from the next university bond issuance. The motion was adopted unanimously.

PRESIDENT'S REPORT

President Wilson reported on recent developments at the University.

Higher Learning Commission Site Visit — The Higher Learning Commission visited the University on March 5 and 6. President Wilson reported that WSU was well prepared for the visit and that the site visitors commented on how well the documents were prepared and how well they were treated. Under the Commission's new procedures, the University will have no indication of the outcome for at least four to six weeks after the site visit. At that time a preliminary report will be issued to which the University may respond if there are any factual errors. President Wilson commended everyone who worked on the site visit, especially Dean Sandra Yee and Dr. Hilary Ratner who were the co-chairs of the Steering Committee. He heard many positive comments from the site visitors, and will let everyone know when he gets more information.

State Relations — On March 1 the School of Medicine hosted an Advocacy Day in Lansing, attended by medical students, Governor Busuito, and staff from Governmental Affairs including Doug Skyniarz who specializes in the health science areas. The medical students visited with about 50 members of the State House of Representatives and Senate, including the Speaker of the House, the Senate Majority Leader, key committee chairs, the state budget director, and the director of Health and Human Services. They focused on mental health and substance abuse policy and advocated for the restoration of a \$1.4 million proposed cut to the Lycaki-Young Fund. President Wilson commented that the legislators seemed to actually listen to the students, probably because of their enthusiasm and passion for the issues that are important to them.

On March 16 President Wilson gave testimony before the House Higher Education Appropriations Subcommittee. This year the subcommittee asked the university presidents to address specific themes in areas that their universities showed strength or on issues that they wished to discuss. President Wilson chose three themes: 1) the reverse transfer agreements and partnerships with community colleges and 2) addressing the needs of first-generation college students, in both of which the University has shown some success; and 3) the performance funding formula and suggestions for improvement. The President stressed that the formula was a flawed system and has proven disadvantageous to universities such as Wayne State. He advocated for independent review and assessment of the formula, as is done with any funding formula in the U.S. President Wilson noted it is good practice to examine a formula after a certain number of years to make sure that it is properly measuring performance and resulting in the kind of behavior that it was set up to encourage.

Lastly, the Wayne State Warriors Day was held on March 21 in the State Capitol, with more than 100 students, faculty, and alumni joining the President, Provost Whitfield, and Governors Dunaskiss and Trent in visiting more than 70 elected and administrative officials. At the luncheon WSU hosted for legislators and their staffs, posters from all 13 schools and colleges were displayed, with the key messages that the FY 2011 funding needed to be restored, that there must be an independent review and assessment of the metrics used in budget determination as well as the inclusion of graduate activity in the metrics, and that Capital Outlay projects should be funded according to ranking. The President stressed this last point because this year WSU's STEM Innovation and Learning Center is ranked #1 in the Governor's ranking system; last year it was ranked #3 but projects that were ranked below that were funded instead.

Development — Several alumni engagement events are scheduled, including a reception here in Detroit on April 4 at the Garden Theatre, and one in Washington, DC on April 19 and in New York City on May 4.

Spirit of Community Award — The Division of Government and Community Affairs, in conjunction with the Offices of the President, Provost, the Dean of Students Office, and the Alumni Association sponsored the University's inaugural Spirit of Community Awards that was held on March 23rd. The awards recognize internal members of the Wayne State community for doing work on behalf of the off-campus community. President Wilson noted that WSU has several awards that recognize individuals in the external community, but very few that recognize members of the WSU community for their work off-campus. He added that Wayne State has a reputation nationally, being classified by the Carnegie Foundation as an "engaged" university, which is a coveted recognition and possible only because of the work of WSU students, faculty, and staff. The inaugural ceremony honored these individuals and was followed by a reception with students, faculty, and staff participating.

Community College Relationships — Wayne State was named to Phi Theta Kappa's 2017 Transfer Honor Roll, which recognizes excellence in community college transfer pathways, only one of 65 institutions that were selected nationwide. Winners were chosen based on engagement, collaboration, impact, and achievements related to the transfer of community college students, as well as partnerships, support, admissions outreach, scholarships and financial aid. President Wilson noted that the transfer student success center within the Provost's Education Outreach Division played a key role in the strategy toward community colleges.

Athletics — The women's swimming and diving program finished 7th in the country at the NCAA championships, the team's 10th consecutive finish in the top seven at nationals. The men's and women's swimming and diving teams combined to have 17 All-Americans at the NCAA championships. Junior Karrington Seals, who was the first indoor track and field All-

American, placed fifth in the 60-meter hurdles event at the NCAA championships, the highest national finish by a women's indoor track and field competitor in the history of the program. Men's fencer Ziad Elsissy won the 2017 NCAA Midwest regional championship in sabre in an event hosted by Wayne State that featured Ohio State, Notre Dame, and Northwestern. Three women's fencers also qualified in addition to Elsissy for the NCAA national championships later this month in Indianapolis. Lastly, head softball coach Gary Bryce became the all-time leader in coaching wins by an NCAA division II softball coach with his 1,216th victory.

President's Award for Exceptional Service — This award is given infrequently, the last time in 2012, and is reserved for individuals who are recognized for extraordinary contributions to the university. President Wilson was pleased to honor Tej Mattoo, M.D., with the Award, a professor of Pediatrics, in recognition of and appreciation for his unwavering loyalty and dedication to pediatric medicine, the Wayne State University Department of Pediatrics and the Wayne State University School of Medicine. The President stated: "He has faithfully and wholeheartedly committed the highest levels of excellence and professionalism to all three, and represented the School of Medicine and the department of Pediatrics with the utmost dignity and grace. His unflinching dedication and service to his field, to medical research, to his patients and to his colleagues represents the epitome of the level of commitment all Wayne State University faculty members should strive to achieve." The President thanked Dr. Mattoo for his contributions and asked him to stand and be recognized.

The President concluded his report.

SPECIAL TOPIC

Vice President Michael Wright introduced the subject of licensed merchandise for Wayne State University as the Special Topic and asked Ms. Amy Heitman to continue the presentation.

To the question of why licensing is important, Ms. Heitman stated that the symbols that represent Wayne State University are important assets to be protected. No one would want WSU symbols to appear on firearms, vodka, or cigarettes, and with licensed goods there is assurance that WSU products honor the university's values, as the licensees are vetted through the Fair Labor Association. In addition, licensing promotes the WSU brand. Ms. Heitman displayed a slide showing an assortment of WSU goods at a local retailer, and she noted the positive effect it could have on alumni as well as on prospective students.

Ms. Heitman recalled an incident a couple years ago when Mika Brzezinski, filming the *Morning Joe* program from WSU, wore a Wayne State jacket on national television. From a licensing standpoint, this was a failed venture because the jacket was not available to be purchased anywhere in a store. One of the goals with licensing is to be ready for these natural

bumps in demand so that if such an incident happens again, the licensees and retailers will be there to help fill the demand. In 2016, a study was done, resulting in a new partnership with WSU and licensing agency Learfield Licensing Partners. Ms. Heitman stated that Wayne State may not be as large and well known as some universities, but there is plenty of room for growth and a huge demand from WSU's fan base, especially in southeastern Michigan. An online retailer, The Mitten State, informed her that of the 20 collegiate brands on their site, Wayne State was within the top five for the fourth quarter of 2016. She noted that this shows the strength of the WSU brand, since the University of Michigan and Michigan State will always be one and two, and Western and Central, who had big bowl games that quarter, were three and four.

On campus, she has worked with procurement to build awareness of the licensing program, with the result that the fourth quarter of 2016 saw a 22% increase in revenue over 2015, probably due largely to the availability of products such as white coats for the medical students, scrubs for the College of Nursing, and T-shirts for student organizations. The increase of retail stores, both brick-and-mortar and on-line, has helped to enhance WSU's retail platform.

Ms. Heitman then proceeded to stage an informal fashion show for the benefit of the Board and the audience. She introduced several students — Heather Carr, Janika Green, Jay Benoit, and Montserrat Morales — who modeled items of clothing such as jackets, caps, yoga pants, and pullovers, as well as items such as tote bags, coffee mugs, and backpacks, all with the WSU logo. The items were available not only at the WSU Bookstore, but also from retail stores such as Under Armour and Raleigh House and on-line sites such as The Mitten State and Underground Printing. Ms. Heitman announced that the Nike Community Store in downtown Detroit will be carrying WSU merchandise in time for the Fall Term 2017, and WSU will be the only NCAA Division II school in the country with merchandise in a Nike USA store. In addition, technology used by WSU licensees will allow products to be sold in pop-up stores, thereby allowing units on campus such as student groups to sell customized merchandise and not have to hold inventory.

A final answer as to why licensing is important is that royalties from licensed goods support the university, and Ms. Heitman urged everyone to support the program, both by wearing and using the merchandise and urging retailers to stock WSU merchandise. She described a promotional program called Warrior Wednesdays Awards and Violations, where the street squad distributes five awards to people on campus wearing the green and gold, and five violations, usually to those wearing logos from other schools. Both the awards and violations are actually discount cards for 50% off one item at the WSU Bookstore.

In closing her presentation, Ms. Heitman said they have three goals: 1) to keep the growth going that has been started, 2) to be ready for the jumps in demands that happen, and 3)

to support the licensees and retailer that have invested in the WSU brand. A successful program means not only good business for all but more revenue for Wayne State and more exposure for the WSU brand.

In response to Governor O'Brien's questions, Ms. Heitman said that Learfield is a totally separate company from Collegiate Licensing Company (CLC). Wayne State had been with CLC for a while, but the study revealed that Learfield has a more regional focus. Ms. Heitman said that CLC is a good company; all the large well-known universities use their program and their greatest efforts probably are directed toward those top universities. She believed that the numbers show that Wayne State is being served very well by Learfield. Sales in the brick-and-mortar stores in metro Detroit have increased, but it is difficult to determine whether items were purchased by alumni, students, or parents. The increase in sales on-line seems to be coming primarily from alumni, many of whom live outside the southeastern Michigan area and are very happy to finally have WSU merchandise available. Ms. Heitman stated that Wayne State's brand is growing and will continue to grow; however, it will be regional and she does not expect it to grow into a national brand.

Governor Trent thanked Ms. Heitman for her work. She was especially happy that Dunham's Sporting Goods is now a partner, because in the past they had a huge selection of U of M and MSU merchandise, but nothing from WSU. She also commented on the quality and diversity of the WSU items available in the Bookstore as well as other sites.

BOARD COMMITTEE REPORTS

President Wilson reported that two 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 Academic Affairs Committee had eight action items that were approved as part of the Consent Agenda. There were also two informational reports.

Accelerating Progress on Student Success — Associate Provost Monica Brockmeyer reviewed the gains in graduation rates and other measures of student success. Although success rates for both Black and white students have improved, educational disparities remain and these must be remedied. Dr. Brockmeyer explained that the University has established a partnership with the Education Advisory Board and has adapted three of its technology platforms to help students and academic administration communicate better about their respective needs

and progress. In addition to the technology platforms, the Provost's Office has established six Action Teams to help deliver academic and other kinds of information much more directly to students who need it the most.

Course Material Fees Annual Report — This is a statutory annual report to the Board of all course materials and breakage fees.

Budget and Finance Committee

The Budget and Finance Committee had two action items that were approved as part of the Consent Agenda and three informational reports. Two action items on the committee agenda were taken up by the Board for a separate vote as shown below.

Contingency Reserve — There were no requests for transfers from the Contingency Reserve, and the balance for FY 2017 remains at \$500,000.

Major Real Estate Projects Overview and Major Capital Projects Overview — Vice President Decatur presented a progress report on major capital projects currently underway and their expected completion dates. The second report discussed two new real estate ventures and their current status.

Audited Financial Report for FY 2016 — In accordance with Board statutes, the administration submitted the Combined Financial Statements of Wayne State University, as prepared by the administration and audited by Plante Moran, LLP, as of September 30, 2016. The auditors have issued an unqualified opinion that the financial statements present fairly the financial position of the University and its financial operations for the year then ended. In summary, the total net position increased \$61.8 million in 2016, with the Wayne State Foundation net position increasing by \$32.2 million and the University's by \$29.6 million.

FY 2017-18 Housing and Residential Life Room and Board Rates

ACTION — Upon motion by Governor Kelly and seconded by Governor Gaffney, the Board of Governors approved an increase in the costs of Phase I activities of the Campus Housing Facilities' Master Plan of 4.6% or \$5,179,695 for a new total for Phase I activities of \$119,109,695. The total cost of master plan phase I activities will be funded and completed by the WSU-Corvias Campus Living Partnership from bond proceeds available from an April 2017 new debt issuance by the partnership.

Specific rates and changes for the residence halls, apartments, and meal plans for 2017-18 can be found on WSU's web site.

Line of Credit for Corvias Campus Living – WSU, LLC

ACTION — Upon motion by Governor Busuito and seconded by Governor Trent, the Board of Governors authorized the president or his designee to enter into an agreement to guarantee a line of credit not to exceed \$20,000,000. This line of credit may be used to provide additional funds to support the public-private partnership for the construction of the Anthony Wayne drive student housing project.

RESOLUTION OF THE BOARD OF GOVERNORS OF WAYNE STATE UNIVERSITY
AUTHORIZING THE GUARANTEE OF A LINE OF CREDIT
FOR CORVIAS CAMPUS LIVING – WSU, LLC

WHEREAS, the Board of Governors of Wayne State University (the “Board”) is a constitutional body corporate established pursuant to Article VIII, Section 5 of the Constitution of Michigan of 1963, as amended, with general supervision of Wayne State University (the “University”) and the control and direction of all expenditures from the University’s funds; and

WHEREAS, by resolution adopted on September 23, 2016, the Board authorized the formation of a public-private partnership with Corvias Campus Living, LLC for the development, improvement and management of the University’s on-campus student housing facilities; and

WHEREAS, under agreements to be entered into between the Board and Corvias Campus Living—WSU, LLC, a Delaware limited liability company, as concessionaire (the “Concessionaire”), the Concessionaire will be responsible for, among other things, obtaining senior project indebtedness (the “Initial Project Indebtedness”) to provide financing for the construction of new student apartment buildings on Anthony Wayne Drive, the demolition of the Helen L. DeRoy Apartments and the renovation of the Chatsworth Apartments (collectively, the “Initial Projects”); and

WHEREAS, based on current projections, it may be necessary for the Concessionaire to borrow additional funds under a line of credit in the maximum available principal amount of not to exceed \$20,000,000 (the “Line of Credit”) in order to provide amounts sufficient, together with available proceeds of the Initial Project Indebtedness, to pay the costs of the Initial Projects; and

WHEREAS, the Line of Credit will be payable in the first instance from project revenues on a subordinate basis to the payment of debt service on the Initial Project Indebtedness; and

WHEREAS, it is anticipated that the provider of the Line of Credit will require, as a condition of extending credit to the Concessionaire, that the Board guarantee the payment obligations of the Concessionaire under the Line of Credit; and

WHEREAS, the Board has determined that the Line of Credit is a potentially necessary component of the capital funding structure for the public-private partnership and that the guarantee by the Board of the Concessionaire’s payment obligations under the Line of Credit will enable the University and the Concessionaire to better achieve the goals and objectives of the public-private partnership; and

WHEREAS, in the exercise of its constitutional duties, the Board has determined that it is necessary and in the best interests of the University to authorize the execution and delivery of a

guaranty agreement (the "Guaranty Agreement") with one or more banks or financial institutions (the "Credit Provider"), pursuant to which the Board will guarantee to the Credit Provider the timely payment of all amounts advanced to the Concessionaire under the Line of Credit, together with all interest, fees and other amounts payable by the Concessionaire under the agreements or instruments pursuant to which the Line of Credit is obtained (collectively, the "Line of Credit Agreement"); and

WHEREAS, it is necessary to authorize the President and the Vice President for Finance and Business Operations, Treasurer and Chief Financial Officer (each an "Authorized Officer"), or either of them individually, to negotiate, execute and deliver on behalf of the Board the Guaranty Agreement, and any necessary related documentation, subject to the terms, conditions and limitations set forth herein.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF GOVERNORS OF WAYNE STATE UNIVERSITY, AS FOLLOWS:

1. Line of Credit; Guaranty Agreement. Either Authorized Officer is authorized, on behalf of the Board, to approve the borrowing by the Concessionaire of additional funds pursuant to a Line of Credit in order to provide amounts sufficient, together with available proceeds of the Initial Project Indebtedness, to pay the costs of the Initial Projects. The Board further authorizes the Authorized Officers, or either of them individually, to negotiate the terms of and execute and deliver, in the name of the Board and as its corporate act and deed, a Guaranty Agreement with a Credit Provider approved by an Authorized Officer, subject to the terms, conditions and limitations set forth herein. Under the terms of the Guaranty Agreement, the Board shall guarantee to the Credit Provider, but only from the sources specified herein, the timely payment of all amounts advanced to the Concessionaire under the Line of Credit, together with all interest, fees and other amounts payable by the Concessionaire under or pursuant to the terms of the Line of Credit Agreement, subject to the following conditions: (i) the maximum principal amount of borrowings permitted to be outstanding at any time under the Line of Credit at a rate not to exceed the lesser of 25% per annum, the maximum rate permitted by applicable law or the maximum rate, if any, specified in the Line of Credit Agreement; (iii) the term of the Line of Credit, including all extensions, renewals and replacements thereof, shall not exceed 40 years from the date of issuance of the Initial Project Indebtedness; (iv) advances under the Line of Credit shall be used solely to pay the costs of the Initial Projects, subject to such additional terms and conditions as may be determined by an Authorized Officer; and (v) the terms and conditions of the Line of Credit and related Line of Credit Agreement shall be approved by an Authorized Officer. Either authorized Officer is further authorized, at any time, to approve extensions, renewals or replacements of the Line of Credit with a Credit Provider approved by an Authorized Officer and, in connection therewith, to negotiate, execute and deliver on behalf of the Board amendments to or replacements of the Guaranty Agreement, all as shall be deemed by such officer to be necessary for the purposes of this resolution; provided, however, that any such extensions, renewals or replacements of the Line of Credit and of the Guaranty Agreement shall be subject to the terms, conditions and limitations contained in this resolution.
2. Limited Obligation; Security. The obligations of the Board under any Guaranty Agreement shall be limited and not general obligations of the Board, payable solely from General Revenues, as defined below, and may be unsecured or, if an Authorized Officer so determines, secured as set forth below; provided, that the Board reserves the right, but shall not be obligated, to pay the Board's obligations under any Guaranty Agreement from any legally available funds.

The Authorized Officers, or any of them individually, are further authorized in the name of the Board and as its corporate act and deed to secure the Board's obligations under any Guaranty Agreement as described in this resolution by a first or subordinated lien on the General Revenues (as shall be defined in the Guaranty Agreement in a manner generally consistent with the definition thereof contained in that certain Trust Indenture, dated as of July 1, 2016, between the Board and The Bank of New York Mellon Trust Company, N.A., as trustee). A first lien on the General Revenues permitted to be established by this resolution and any Guaranty Agreement shall be on an equal parity basis with the first lien thereon established as security for certain outstanding debt of the Board. Any pledge of General Revenues shall be valid and binding from the date of execution and delivery of the Guaranty Agreement, and all moneys or properties subject thereto which are thereafter received shall immediately be subject to the lien of the pledge without physical delivery or further act. The lien of said pledge shall be valid and binding against all parties (other than the holders of any other bonds, notes or other obligations secured by a parity first lien on General Revenues) having a claim in tort, contract or otherwise against the Board, irrespective of whether such parties have notice of the lien.

No Guaranty Agreement shall provide for or be construed as a pledge of the credit of or create any liability on the part of the State of Michigan, or any member or officer of the Board, or any of their successors, and no Guaranty Agreement authorized by this resolution shall be a debt or liability of the State of Michigan or a general obligation of the Board.

3. Conflicting Resolutions. All resolutions or parts of resolutions in conflict herewith are hereby repealed insofar as such conflict exists.

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. The President invited them to highlight or update portions of their reports.

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

Provost Whitfield noted that the report reflects the innovation, entrepreneurship, and success of students at Wayne State as outlined in the various activities.

Research Awards Report — Vice President Lanier Waivers Approved to Statute — Vice President Lanier

There was no discussion of the two reports listed above.

Conflict of Interest Contracts

Two contracts were presented 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.

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: Pending IRB approval, Wayne State University will acquire blood samples from patients with sickle cell disease for use by Functional Fluidics.
 - (b) Duration: The contract will be for one year.
 - (c) Financial Consideration: The amount of the contract will not exceed \$126,000, which includes indirect costs at a rate of 26%.
 - (d) University facilities to be utilized include Dr. Callahan's offices in the Department of Pediatrics at 3901 Beaubien, Detroit 48201
 - (e) Employees Assigned to the Services: Michael CALLAGHAN, M.D., Assistant Professor of Pediatrics Hematology/Oncology Division for the School of Medicine who maintains a lab in the Elliman Building, will be the principal investigator for these services to prevent any conflicts of interest, real or perceived, that may arise in the conduct of the laboratory services.
- (iii) Dr. Hines' pecuniary interest consists of a current majority ownership of Functional Fluidics, LLC and he will therefore have the potential to financially benefit from the commercial success of the company.

ACTION — Upon motion by Governor Kelly and seconded by Governor Gaffney, the Board of Governors authorized the President or his designee to enter into a contract with Functional Fluidics, LLC, a Delaware limited liability company. The contract is for performing laboratory tests and to acquire blood samples acquired under the approval of the Wayne State University Institutional Review Board. The motion was approved with the following roll-call vote:

Governor Busuito — yes
 Governor Gaffney — yes
 Governor Kelly — yes

Governor O'Brien — yes
 Governor Thompson — yes
 Governor Trent — yes

Seraph Biosciences, LLC

- (i) The parties involved in the contract are Wayne State University and Seraph Biosciences, LLC
- (ii) The contract will provide:
 - (a) Scope: Fabrication of prototype devices for beta testing and validation of diagnostic algorithm for the real time detection of strain specific pathogens as well as toxin and chemical detection.

- (b) Duration: The original contract will be extended from the original twelve months to a duration of thirty months.
 - (c) Financial Consideration: The amount of the contract will not exceed \$975,000 which includes indirect costs at a rate of 26%.
 - (d) University Facilities to be Utilized: The research will be performed in the Smart Sensors and Integrated Microsystems Laboratories in the Engineering Development Center at Wayne State University.
 - (e) Employees Assigned to the Services: Sally Yurgelevic, M.S.; Changhe H
- (iii) The pecuniary interest of Dr. Greg Auner, Ph.D., Strauss Endod Chair in the Department of Surgery and Biomedical Engineering in the School of Medicine, consists of a current interest of approximately 12% ownership in each of Medical Engineering Partners (MEP) which has a majority ownership in Seraph Biosciences and he will therefore have the potential to financially benefit from the commercial success of the company. In addition, Charles Shanley, M.D., professor of surgery in the School of Medicine, is also a shareholder of both MEP and Seraph Biosciences.

ACTION — Upon motion by Governor Trent and seconded by Governor Busuito, the Board of Governors authorized the President or his designee to increase the contract award for research and laboratory services from Seraph Biosciences, LLC. The Board of Governors has already entered into a contract with Seraph Biosciences, LLC in 2016. The contract will be prototype fabrication and validation of a Raman spectroscopy system for the detection and identification of an array of pathogens, toxins, chemicals, and pathogenic moieties. The motion was approved with the following roll-call vote:

Governor Busuito — yes
 Governor Gaffney — yes
 Governor Kelly — yes

Governor O'Brien — yes
 Governor Thompson — yes
 Governor Trent — yes

Government and Community Affairs Report

Vice President Lindsey thanked those members of the Board who attended the Wayne State Advocacy Days in Lansing, as specified in the President's Report. He added that it is always very helpful to have Board members present at these events.

Economic Development

Vice President Staebler had two updates to his report. Yesterday he did the honors at a ribbon-cutting for a new pop-up space on Cass Avenue between Willis and Alexandrine, called the Cass Collective. WSU partnered with Midtown Detroit Inc. on a new space that will have six retailers opening up shop during the next few years. The second update dealt with a public city-wide bike-sharing program. About four years ago Lisa Wiskowski in the University's Office of Economic Development began a study to see if such a program would work in the city of Detroit. The result is that a date will be set for sometime next month to launch the bike-sharing program. About 350 bicycles will be spread from Belle Isle to southwest Detroit, and up into the north end

in Phase I of the program. Mr. Staebler said that the University has been a big supporter of the program and he hoped the WSU community takes an active part in the summer.

Development and Alumni Affairs Report

There was no discussion of the report presented by Vice President Burns.

Establishment of Endowment Funds

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

ACTION — Upon motion by Governor O'Brien and seconded by Governor Kelly, the Board of Governors established endowment funds that total \$230,000, for the purposes presented.

1. The Uzoma Azuh Endowed Memorial Research Scholarship in Chemistry in the College of Liberal Arts and Sciences to recognize scholastic achievement, encourage continued progress and provide assistance to students in financing their education in the Department of Chemistry. \$50,000
2. The Marcelino and Louise Cano Endowed Scholarship to recognize scholastic achievement, encourage continued progress and provide assistance to students in financing their education at Wayne State University. \$30,000
3. The Gino and Luciana DiClemente Endowed Scholarship in the College of Engineering to recognize scholastic achievement, encourage continued progress and provide assistance to students in financing their education in the College of Engineering. \$100,000
4. The Professor Steven Singleton 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 College of Education Division of Kinesiology, Health and Sports Studies. \$50,000

BOARD EXPENSES

In accordance with Board policy, Secretary Miller presented the annual informational report on expenses incurred by Board members.

EXECUTIVE COMMITTEE REPORT

The Executive Committee met earlier in the day, and Governor O'Brien presented the following recommendation.

Appointment of Distinguished Professors

ACTION — Upon motion by Governor O'Brien and seconded by Governor Kelly, the Board of Governors unanimously approved the appointment of the following faculty members to the rank of Distinguished Professor.

1. Professor Sandra Jacobson, Department of Psychiatry and Behavioral Neurosciences, School of Medicine
2. Professor Joseph Jacobson, Department of Psychiatry and Behavioral Neurosciences, School of Medicine
3. Professor Anjaneyulu Kowluru, Department of Pharmaceutical Sciences, Eugene Applebaum College of Pharmacy and Health Science
4. Professor Mark Lumley, Department of Psychology, College of Liberal Arts and Sciences
5. Professor April Hazard Vallorand, College of Nursing
6. Professor Stephen L. Winter, Law School
7. Professor Gang George Yin, Department of Mathematics, College of Liberal Arts and Sciences

President Wilson congratulated the recipients. In response to a question, he explained that in addition to the letter of announcement, recipients receive a cash prize on a yearly basis and the right to use the term "Distinguished Professor" as part of their title.

PUBLIC COMMENTS

The Secretary received a request to speak from five members of the community, Minister Malik Shabazz, Wanda Aquila Redmond, Robert Bruce, Pernell Alexander, and Janice Walker. However, only Mr. Robert Bruce was present, and President Wilson asked him to come up to the podium, reminding him that he had three minutes to give his presentation. Mr. Bruce made the following statement:

First of all I would like to say good afternoon to all of you. I am here with the concerns that the Marcus Garvey Movement has with the percentage of Black students graduating from Wayne State. And I looked on the Internet, and one of the things that they have is that Wayne State University is in a Black majority city but one of the worst in graduating African Americans. Is there anything planned to try to elevate the graduation rate of Blacks from Wayne State?

President Wilson explained that normally the administration does not respond to Public Comments. However, he did inform Mr. Bruce that there will be a lengthy presentation on student success at the next Board meeting that may answer his questions on what the University is doing to prepare students to be successful. The meeting is scheduled for April 28 at 10:30 a.m.

ADJOURNMENT

There being no further business, the meeting was adjourned at 3:59 p.m.

Respectfully submitted,



Julie H. Miller
Secretary to the Board of Governors

DRAFT