



BOARD OF GOVERNORS

OFFICIAL PROCEEDINGS

March 23, 2018

Regular Meeting

The meeting was called to order at 3:15 p.m. by President Wilson in Room BC of the McGregor Memorial Conference Center. Secretary Miller called the roll. A quorum was present, with the following Board members in attendance:

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

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

**APPROVAL OF CONSENT AGENDA**

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

Board Meeting

- A. Approval of the Official Proceedings of February 2, 2018 (Regular Board)
- B. Personnel Recommendations

Academic Affairs

- C. Discontinuance of the Graduate Certificate in Social Work Practice with Families and Couples
- D. Establishment of a Graduate Child Welfare Certificate Program in the School of Social Work

Budget and Finance

- E. Hilberry Gateway Performance Complex
- F. 2018-2019 Campus Board Rates
- G. Campus Health Center Relocation
- H. Lease Authorization — Nurse Practice Corporation
- I. Lease Authorization — Warrior Pharmacy, Inc.
- J. Development and Alumni Affairs Administrative Fees  
The President noted that there is a modification from the original recommendation, specifically, that there be a five-year sunset period.
- K. Wireless Replacement Project
- L. University Towers Fire Alarm Project
- M. Biological Sciences Building Infrastructure Improvements
- N. FY 2018 Parking Improvement
- O. Harwell Field Bleacher Project

**Approval of Official Proceedings (Board)**

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Official Proceedings of the February 2, 2018 Regular Meeting were approved as presented. The motion was adopted unanimously.

**Personnel Recommendations (Board)**

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

**College of Liberal Arts and Sciences**

Hien M. Nguyen, for appointment as the Carl Johnson/Pfizer Endowed Chair and Professor with tenure per University year in the Department of Chemistry, effective January 1, 2018.

**Discontinuance of the Graduate Certificate in Social Work Practice with Families and Couples (Academic Affairs)**

The administration recommended discontinuance of the above-named graduate certificate because of lack of interest from students. No students have graduated from this program since 2015, and no students are currently enrolled.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors discontinued the Graduate Certificate in Social Work Practice with Families and Couples, effective Spring/Summer Term 2018. The motion was adopted unanimously.

**Establishment of a Graduate Child Welfare Certificate Program in the School of Social Work (Academic Affairs)**

The proposed graduate certificate is designed to update and provide current specialized knowledge and best practices for child welfare social work practice in the Detroit metropolitan area and the state of Michigan.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors established the Graduate Child Welfare Certificate Program for Master of Social Work students planning to pursue social work practice with the Michigan Department of Health and Human Services (DHHS) and/or in other child welfare practice settings that require mastery of child welfare practice competencies, effective Spring/Summer 2018. The School of Social Work (SSW) will be the sponsoring program for the proposed Graduate Child Welfare Certificate Program. The motion was adopted unanimously.



**Hilberry Gateway Performance Complex (Budget and Finance)**

The University's Hilberry Theatre was constructed in 1916 as the former First Church of Christ Scientist in Detroit, and has served as the home of the nation's first graduate repertory company since 1963. Although updates have been made to the building over time, the core facility has remained unchanged and ineffective for 21<sup>st</sup> century theatrical production. Among the problems are antiquated heating and cooling systems and storage facilities for set and costume fabrication that are located in a separate building a block away.

In September 2016 the Board authorized \$350,000 to evaluate program studies and begin design activities for the Hilberry Gateway Performance Complex. The resulting plans propose to fully renovate approximately 23,000 square feet of the existing Hilberry Theatre, to be renamed the Gretchen Valade Jazz Center, and to construct a 71,300 square foot addition. The new complex will include a new 400-seat theatre, a 150-seat performance lab, the 380-seat Jazz Center, new back-of-house production facilities, and combined lobby and box office. The construction of this project will require the relocation of the historic David Mackenzie House adjacent to the Hilberry Theatre, which is part of the project budget. At the completion of the project, both the Bonstelle Theatre on Woodward Avenue and the shop building at 95 West Hancock will be decommissioned. The Hilberry Gateway Performance Complex will serve theatre, dance, and music programs well into the future with flexible, appropriate space for a 21<sup>st</sup> century education.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to award contracts for the renovation and construction of the Hilberry Gateway Performance Complex. Further, the Board of Governors authorized additional spending up to \$64,650,000 to complete design and construct the project or a total project cost of \$65,000,000. Funding will be provided from philanthropic gift contributions and bond proceeds secured for the purpose of implementing this project. The motion was adopted unanimously.

**2018-2019 Campus Board Rates (Budget and Finance)**

Mr. Tim Michaels, Director of Housing, presented the administration's recommendations for campus board rates for 2018-2019. Warrior Pass plans will increase an average of 3.47%, Weekly plans with Warrior Dollars will increase an average of 3.0%, and block meal plans will not increase from the 2017-18 rate. The 2018-2019 academic year is the first year of rate-setting by the WSU-Corvias Housing Partnership, which approved an increase of 3.0% for all room rates on January 25, 2018. Rate increases

above 3.0% require Board approval. Specific rates and changes for the residence halls, apartments, and meal plans for 2018-19 can be found on WSU's web site.

Mr. Michaels also presented an update on campus housing occupancy. There has been a steady increase in resident students since 2005, and overall campus housing has been above 90% occupancy each year since fall 2008. Construction of the new Anthony Wayne Drive Apartments has progressed on schedule and on budget, with Phase I to open August 2018 and Phase II in June 2019. The Thompson Home opened September 29, 2017 as a learning community for 55 College of Fine, Performing, and Communication Arts students.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors approved the FY 2019 campus board rates as presented. In summary, the Warrior Pass plans will increase an average of 3.47%, Weekly plans with Warrior Dollars will increase an average of 3.0%, and block meal plans will not increase from the 2017-18 rate. The motion was adopted unanimously.

#### **Campus Health Center Relocation (Budget and Finance)**

The Campus Health Center, run by professional nurse practitioners, functions independently from WSU's Nursing School and operates as a primary care clinic for students of the University, completing about 8000 student visits per year. It currently is located in the Helen L. DeRoy Housing complex which will be demolished in 2019. At its meeting of June 23, 2017, the Board of Governors authorized \$161,000 to design a new Campus Health Center. The administration is now recommending additional spending to design and construct the facility, to be located on the ground level of the northernmost building of the new Anthony Wayne residence halls.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to award contracts to construct a Campus Health Clinic in retail space in the Anthony Wayne Development Housing Project. Further, the Board of Governors authorized additional spending up to \$1,949,000 for the total project cost of \$2,110,000 to design and construct the facility. Funding for this project will be provided from future University bonds, Nursing Practice Corporation, and Corvias Campus Living-WSU, LLC tenant improvement allowance. The motion was adopted unanimously.



**Lease Authorizations (Budget and Finance)**

The Anthony Wayne Drive Apartment complex, currently under construction on the west side of Anthony Wayne Drive between Kirby Street and Warren Avenue, will provide approximately 18,500 square feet of ground-floor retail space to serve the campus and surrounding communities. Two establishments seek to lease space on the first floor of the eight-story north tower of the complex, with frontage on Anthony Wayne Drive. Both recommendations are pursuant to University Policy 04-6 Contract Signatories section 4.1.A.2 regarding the lease of real property, where the lease is for a period longer than 120 months, including an unconditional right of renewal.

The Nurse Practice Corporation would lease approximately 8,078 square feet to operate the Campus Health Center. The initial term of the lease is ten years with options to extend the lease, and it is expected the Health Center will move to the new location by May 1, 2019.

The Warriors Pharmacy, Inc. is a full-service retail pharmacy that would lease 1,537 square feet immediately adjacent to the Campus Health Center. The initial term of the lease is five years and five months, with options to extend the lease.

**Lease Authorization — Nurse Practice Corporation**

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to enter into a ten-year lease agreement with additional options with the Nurse Practice Corporation, a Michigan nonprofit corporation. The motion was adopted unanimously.

**Lease Authorization — Warrior Pharmacy, Inc.**

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to enter into a five-year lease agreement with additional options with Warriors Pharmacy, Inc., a Michigan corporation. The motion was adopted unanimously.

**Development and Alumni Affairs Administrative Fees (Budget and Finance)**

In March 2004 the Board of Governors approved a proposal to help fund the costs of the Wayne First capital campaign by authorizing a 0.5 percent administrative fee on endowment funds, a 2.0 percent administrative fee on non-endowment cash gifts, and a line of credit from the University's cash pool. The Board approved the extension of the administrative fees in 2008 and 2015, and the administration is requesting further extension. The original recommendation presented to the Budget and Finance Committee included a

“no expiration” clause; however, after considerable discussion the Committee decided on a five-year sunset provision.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors unanimously authorized the President, or his designee, to approve the following two-part proposal to support ongoing costs of the Division of Development and Alumni Affairs, with a five-year sunset provision:

1. Authorize the current 0.5 percent administrative fee, retroactive to the beginning of FY 2018, on the average fair market value (FMV) of endowment funds as defined in the Board of Governors Common Trust Fund statute governing the university endowments, unless prohibited by an executed Memorandum of Agreement with a donor.
2. Authorize the current 2.0 percent administrative fee, retroactive to the beginning of FY 2018, on non-endowment cash gifts.

#### **Wireless Replacement Project (Budget and Finance)**

The administration recommends the upgrading of the campus wireless network over the next two years in more than 100 University buildings. The project will increase the number of APs to support growth in student, faculty, and staff devices and “Internet of Things” devices, such as door locks and building management systems in the new Residence Halls. More than 3000 existing will be replaced and 1000 new APs added within high usage buildings. In addition, 100 APs will be added for outdoor wireless coverage, supporting outdoor campus events, thereby creating seamless wireless roaming between outdoor and indoor locations.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to award contracts for the upgrade of the campus wireless network. Further, the Board of Governors authorized \$4,090,000 for the purchase and installation of a new wireless solution and associated network upgrades. Funding for wireless replacement in Housing buildings will be provided by the FY 18 Housing Operating Fund. The C&IT Network Plant Fund will pay for the remainder of the project. The motion was adopted unanimously.

#### **University Towers Fire Alarm Project (Budget and Finance)**

The University Tower building, constructed in 1995, is an 11-story building that includes apartment-style housing, a daycare facility, and is home to the WDET Radio Station. Original construction included a fire alarm system, including a control panel located in the first floor corridor, devices in the corridors, and smoke detectors with sounders within the apartment units. However, the current system does not support mass notification or voice communication features for high rise residential occupancies, and heating ventilation



and air conditioning equipment is not equipped with devices necessary to meet current code requirements. The administration recommends the replacement and upgrading of the existing outdated fire alarm system for the University Towers building with a system that meets current requirements.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to award construction contracts to replace the Fire Alarm System in University Towers. Further, the Board of Governors authorized spending up to \$2,865,565 to complete the project. Funding for this project will be provided from the proceeds of the Corvias bond closing. The motion was adopted unanimously.

#### **Biological Sciences Building Infrastructure Improvements (Budget and Finance)**

The Biological Sciences Building was built in 1991 and requires considerable infrastructure improvements and upgrades. The building lacks controls for the majority of the heating and cooling systems, and the domestic water boiler and steam boiler are well beyond their useful lives. The proposed project will provide a complete digital control system for the heating, cooling, and ventilation systems, as well as the replacement of the domestic hot water boiler and the steam boiler.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to award contracts to make infrastructure improvements to the Biological Sciences Building for a project cost not to exceed \$2,500,000. Funding will be provided from the University Deferred Maintenance Fund. The motion was adopted unanimously.

#### **FY 2018 Parking Improvement (Budget and Finance)**

The administration recommended improvements to three parking structures and a parking lot, consistent with the Parking Condition Assessment in the Five-Year Parking Business Plan. The proposed project will continue structural repairs to Structures 2, 4, and 6, as well as elevator replacements in Structure 4; Parking Lot #75 will be resurfaced.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to solicit bids and award contracts to implement improvements to Parking Structures No. 2, 4, 6, and Lot 75 for a total project cost not to exceed \$3,225,000. Funding for this project will be provided from the Parking Auxiliary. The motion was adopted unanimously.

**Harwell Field Bleacher Project (Budget and Finance)**

The Harwell Field project was established in 2013, and the first phase, the Harwell building housing artifacts collected by Ernie and Lulu Harwell and their attorney, S. Gary Spicer, Sr., opened in April of 2017 at the Matthaei Athletic Campus. The next phase is the construction of the bleachers and the press box for the baseball field. The new 226-seat grandstand will be built with ADA accessibility and will include a two-tier press box.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to award contracts and proceed with design and construction of the Harwell Field Bleachers and Press Box for a cost not to exceed \$505,000. Funding for this project will be provided from funds raised by the Athletic Department for this purpose. The motion was adopted unanimously.

**PRESIDENT'S REPORT**

President Wilson reported on recent events on campus.

STEM Day was held on March 14, with nearly 2100 middle school students attending from 26 schools from Wayne, Oakland, and Macomb counties, along with almost 250 teachers and chaperones. Seventy-six sessions were offered, double last year's sessions; and on-line registration was closed within 10 minutes after it opened, compared to last year when registration was open for 24 hours. President Wilson believed that WSU was the only university in Michigan offering this program. It not only exposes students to the STEM fields, but also serves as a great recruiting event for WSU, giving the students, as well as their teachers, an opportunity to become familiar with the Wayne State campus and to meet the professors. The President noted there are already 1500 more students on the waiting list, so WSU will continue to provide this opportunity.

Match Day — School of Medicine — The President explained that Match Day is a ritual in the medical field where medical students across the country learn where they will do their internships and residencies, all on the same day at the same time. A computer matches the students with the institution, and the students receive an envelope with the name of the institution or organization. WSU this year had a 98.32% residency match rate, which is a great accomplishment given that the national average is about 94.2%. WSU students filled residency slots in 23 different specialties, the top three being Internal Medicine, Family Medicine, and Emergency Medicine. 51.8% of the class will train in Michigan, which will be of great benefit to the state, since studies show that residents and interns tend to stay and practice in the area in which they trained. The President thanked Governor Thompson for representing the Board at this program.



Development and Alumni Affairs — The Pivotal Moments Campaign is now at \$731 million, just \$19 million short of the final goal, and the second annual Wayne State Giving Day, an on-line campaign, will be held on April 12.

Several alumni receptions have been held this year, in cities including Los Angeles, Naples, and Washington, D.C., and all were well attended. President Wilson noted that a different format was adopted for these receptions. Rather than having administrators speak, three students were invited to speak at each of these venues. The alumni enjoyed the contact with the students, and the students themselves were great representatives of Wayne State.

Athletics — President Wilson congratulated the Women's Swimming and Diving team for winning the Conference title for the 11<sup>th</sup> time in the last 13 years. He noted that the Men's Basketball Team wore a number 35 patch for its GLIAC playoff game in honor of Cliff Russell, a Hall of Fame member of the team, journalist and radio personality, who died suddenly on February 19. Although the Athletics Department had numerous accomplishments this year, the President noted that more importantly it placed sixth nationally in NCAA Division II in terms of community service hours performed this past year. He challenged the Department to take up the 150,000-hour challenge during WSU's Sesquicentennial Year and place number one in the country in terms of community service.

Dean Deepak K. Bhalla, Eugene Applebaum College of Pharmacy and Health Sciences — The President reported on the recent unexpected death of Dean Bhalla. The entire University community was saddened by his passing. The Dean was a very visible presence, attending football games and many other events on campus. President Wilson commented that people described the Dean as "such a nice guy", and added that the Dean was also a visionary and a scholar. The University family will miss him deeply and extends its condolences to the Dean's wife, son, and extended family.

President Wilson concluded his Report and introduced Vice President Michael Wright and Chief Anthony Holt for a Special Topic presentation, dealing with safety and what to do in a crisis situation on campus.

### **SPECIAL TOPIC — CRISIS MANAGEMENT**

With the recent high school shooting in Florida and the various crises occurring nationally, it is imperative that Wayne State be prepared to deal with a potential crisis at any time. Vice President Wright chairs the Crisis Management Team, composed of several individuals throughout the campus who would be contacted in the event of an emergency.

The team meets monthly and is connected to each other by way of a communications app, and each member has a key role to play in a crisis situation. Mr. Wright read a statement from the Crisis Manual, written by Dean Matthew Seeger, indicating the University's commitment "to providing a safe and secure environment for students, faculty, staff, and all employees to create an environment to realize the University's mission." The goals of the Crisis Management Team are first, safety, with secondary goals of property and reputation.

The main element in any crisis management program is the police force, and WSU has an outstanding force led by Chief Anthony Holt. There are 67 fully commissioned officers connected with other law enforcement agencies, as well as with Homeland Security and the FBI, that patrol not just the campus but all of Midtown. With a 90-second response time, crime is down 50% since 2009, and WSU was named one of the 50 safest campuses in the country by Best Colleges. Chief Holt added that officers are assigned to Detroit Police Homicide and the FBI Violent Crime Task Force, and the Department now has its first Mounted Officer on campus. In addition, the Department recently received a grant that will allow them to add six or seven more officers before the end of the year.

Mr. Wright discussed how the Crisis Management team functions and prepares for emergencies. During the meetings they discuss current crises and what can be learned from them. Team members spend time doing actual walk-throughs of potential crises, such as active shooters and hostage situations, as well as other situations such as chemical spills, building explosions, tornadoes, hurricanes, and food poisonings. One of the scenarios resulted in the installation of metal detectors at commencement ceremonies, a necessary inconvenience in this day and age. Real-life situations on campus are also dissected, such as bomb threats, the shooting of an officer, and incidents after the 2016 election. In each case, the situation and the response is studied and analyzed so that the team can be better prepared for the next incident. Mr. Wright mentioned a few recent incidents on campus involving a missing student and finding lead in the water, where the team was able to react and deal quickly with the problems, notifying the campus community, and thereby avoiding panic.

The team also receives input and helpful suggestions from the University community, faculty, students, and parents through messaging and social media. At a meeting with the Student Senate, students suggested that text messaging regarding crises should be on an opt-out basis so that students would get the information automatically. With the help of C&IT, the team now has 30,000 cell phone numbers to send messages to regarding potential threats. Communication plays an integral part in dealing with any crisis. The



Police Department, the crisis management team and the campus leadership all perform their roles, and at the same time text messages, e-mails, and broadcasts go out, and updates are posted regularly on wayne.edu. It is important to give people as much accurate information as possible so as not to create a panic situation.

Recently Chief Holt started active shooter training on campus, and so far 500 people have attended. Mr. Wright encouraged everyone to attend the training sessions since the harsh reality of today's world is that everyone must be prepared to face difficult situations. Chief Holt added that the goal is to take the training sessions to every college and department in the University, and eventually to make it mandatory. The Department will also do a major scenario of an active shooter on campus with the FBI, the Detroit Police, and the Wayne County Sheriff, with the intent of getting certified as National Best Practice.

In conclusion, Mr. Wright said the Crisis Management team will continue to update the web sites and is in the process of creating WSU's version of the Amber Alert, and putting together a video called "Run, Hide, Fight." He again urged everyone to take part in the active shooter training and to sign up for broadcast messaging. He wants everyone to understand there are resources on campus to take advantage of and that they should communicate to the police if they see anything suspicious.

## **STANDING 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 meeting can be found in the Minutes of that committee.

### **Academic Affairs Committee**

The Academic Affairs Committee had two action items that were approved as part of the Consent Agenda, and a *Presentation on the Mike Ilitch School of Business*. Dean Robert Forsythe reviewed the various undergraduate and graduate programs offered by the school, including Sport and Entertainment Management and the Detroit Police Department Leadership Academy. In addition to developing new research programs and hiring experienced new faculty, the School has also experienced a significant increase in enrollment, from 3,000 four years ago to the current 4,000. Dean Forsythe gave an update on the progress of the new building at the corner of Woodward and Temple. Construction is on schedule, fundraising has been successful, and the building will formally open for the start of the Fall 2018 semester.

### **Budget and Finance Committee**

The Committee had 11 action items that were approved as part of the Consent Agenda and four informational reports.

**Contingency Reserve** — There were two requests for funding from the FY 2018 Reserve. The full report follows:

FY 2018 Allocation	\$500,000
Transfers approved by Budget and Finance Committee, March 23, 2018:	
Search for Dean, College of Liberal Arts & Sciences	(\$150,000)
Search for Sr. Associate VP, Finance and Deputy CFO	(\$125,000)
Past Transfers:	
Search for AVP, Human Resources	(\$70,000)
FY 2018 Remaining Balance	\$155,000

**Audited Financial Report for FY 2017** — Tamika Butler, Comptroller of the University, submitted the Combined Financial Statements for the fiscal years ending September 30, 2017 and September 30, 2016. The auditors, Plante Moran, L.L.P., have again issued an unmodified opinion that the statements present fairly the financial position of the University for FY 2016 and 2017. During FY 2017, operating revenues increased \$87.4 million, non-operating and other revenues decreased \$39.6 million, and operating expenses increased \$23.9 million. Wayne State's net position increased \$46.3 million, the WSU's Foundation increased \$40.3 million, and the total net assets have grown to \$362.3 million.

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

**Purchasing Exceptions** — The report summarized purchases greater than \$25,000 that were issued without competitive bids during January 2018.



**REPORTS FROM THE ADMINISTRATION**

The Provost and the vice presidents submitted the written informational reports listed below describing activities in their divisions. There was no discussion of the following six reports:

**Academic Affairs Informational Report — Student, Faculty and Academic Staff Achievements** — Provost Whitfield

**School and College Research Awards Report**—Vice President Lanier

**Economic Development Report** — Vice President Staebler

**Development and Alumni Affairs Report** — Vice President Burns

**Conflict of Interest Contracts**

Vice President Lanier presented two contracts for Board approval with companies partially owned by Wayne State University employees. 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.

***Mitovation, Inc. — Laboratory Services***

- (i) The parties involved in the contract are Wayne State University and Mitovation, Inc.
- (ii) The contract will provide that:
  - (a) Scope: The contract will encompass the preclinical assessment of the efficacy of the NeuroLUX device in animal models of neonatal hypoxic brain injury. The studies include biochemical and histological analyses of brain tissue from control and treated animals.
  - (b) Duration: The contract will be for three years, pending successful completion of the Phase I milestones during year one of the contract. The projected term of the contract is 04/01/2018 through 03/31/2021.
  - (c) Financial consideration: The amount of the three-year contract to Wayne State University is \$555,642 which includes indirect costs at a rate of 54%.
  - (d) University Facilities to be Utilized: The research will be conducted in the laboratory of Dr. Maik Huttemann, located at 3240 Scott Hall.
  - (e) Employees associated with the contract include Dr. Huttemann, Dr. Christian Reynolds, and a Research Associate (to be recruited).
- (iii) The pecuniary interest of Dr. Maik Huttemann, Ph.D., professor, Center for Molecular Medicine and Genetics, consists of a current 50% ownership of Mitovation, Inc. Dr. Huttemann will therefore have the potential to financially benefit from the commercial

success of the company. Dr. Huttemann has filed a Financial Conflict of Interest with the Office of Research Integrity.

- (iv) The parties involved in the contract are Wayne State University and NeuLink, Inc.

**ACTION** — Upon motion by Governor Trent and seconded by Governor Busuito, the Board of Governors authorized the President, or his designee, to contract with Mitovation, Inc, a Delaware corporation. The contract will be to perform research and laboratory services related to the development of a novel medical device, NeuroLUX, for treatment of neonatal hypoxic brain injury. The motion was adopted with the following roll-call vote:

Governor Busuito – yes	Governor O'Brien – yes
Governor Dunaskiss – yes	Governor Thompson – yes
Governor Gaffney yes	Governor Trent – yes
Governor Kelly – yes	

***Mitovation, Inc. — Option to License Technology***

- (i) The parties involved in the contract are Wayne State University and Mitovation, LLC.
- (ii) The contract will provide:
- (a) Scope: An option to acquire an exclusive, worldwide royalty bearing license.
  - (b) Duration for twelve (12) months.
  - (c) Financial Consideration of:
    - (1) Option issue fee of \$3,000;
    - (2) Payment of patent expenses incurred during option.
  - (d) No University employees are assigned in connection with the licensing contract.
- (iii) Dr. Maik Huttemann's pecuniary interest consists of the OWNERSHIP INTEREST, holding 50% equity interest. Dr. Huttemann will therefore have the potential to financially benefit from the commercial success of the company, including the commercialization of the University Technology.

**ACTION** — Upon motion by Governor Dunaskiss and seconded by Governor Trent, the Board of Governors authorized the President, or his designee, to contract with Mitovation, Inc, to enter into an Option for an Exclusive License for commercialization of the intellectual property encompassing the technologies and methods for the treatment of ischemia - reperfusion injury. The motion was adopted with the following roll-call vote:

Governor Busuito – yes	Governor O'Brien – yes
Governor Dunaskiss – yes	Governor Thompson – yes
Governor Gaffney yes	Governor Trent – yes
Governor Kelly – yes	



### **Government and Community Affairs Report**

Vice President Lindsey reported that Warrior Day took place in Lansing on Tuesday, March 20. Over 75 students, along with staff, met with their respective legislators and gave presentations about their respective schools and colleges. Mr. Lindsey thanked the students for their participation and making Warrior Day successful.

### **Naming of the Richard and Dr. Candace Beutell Gardner Special Collections Rare Book Room**

In recognition of the generosity shown by Richard and Dr. Candace Beutell Gardner toward the construction of the Special Collections and Rare Book Room in the Walter P. Reuther Library, the administration recommended naming the Room in their honor.

**ACTION** — Upon motion by Governor Gaffney and seconded by Governor Dunaskiss, the Board of Governors approved the naming of the Richard and Dr. Candace Beutell Gardner Special Collections and Rare Book Room in the Walter P. Reuther Library at Wayne State University. The motion was adopted unanimously.

### **Establishment of Endowment Funds**

**ACTION** — Upon motion by Governor Kelly and seconded by Governor Busuito, the Board of Governors established endowment funds that total \$4,691,736.96 for the purposes presented. The motion was adopted unanimously.

1. The Drs. Georgan G. deBlois and Mark E. deBlois Endowed Scholarship to recognize scholastic achievement, encourage continued progress and provide assistance to students in financing their education in the School of Medicine. \$1,000,000
2. The Robert W. and Louise A. Giles Broadcast Journalism Endowed Scholarship to recognize scholastic achievement, encourage continued progress and provide assistance to students in financing their education in the College of Fine, Performing and Communication Arts. \$25,000
3. The Morris Goodman, Ph.D. and Selma Goodman Endowed Research Fund in the School of Medicine, to further research and advance knowledge about the evolution of humans and other mammals in the Department of Anatomy and Cell Biology and the Center for Molecular Medicine and Genetics. \$616,736.96
4. The Institute of Gerontology Support Fund (Fund Functioning as an Endowment) to support general operations in the Institute of Gerontology. \$800,000
5. The Schaap Endowment for the Carl Johnson/Pfizer Chair in Chemistry to support the salary, benefits and scholarly activities of the chair. \$1,000,000

6. The Schaap Endowment for the Carl Johnson/Pfizer Chair in Chemistry (Fund Functioning as an Endowment) to support the scholarly activities of the holder of the chair. \$250,000
7. The Xiangyi Lu Endowed Graduate Student Fellowship to help fund one graduate student research position in the School of Medicine each year. \$1,000,000

### **Board Expenses**

In accordance with Board policy, Secretary Miller presented the annual informational report on expenses incurred by Board members during calendar year 2017.

### **PUBLIC COMMENT**

Secretary Miller received several requests to speak from members of the University community on the subject of lecturers. President Wilson stated that there is a limit of five speakers and a 15-minute time limit for any one topic, with each speaker having three minutes to give the presentation. Since more than five speakers were present, President Wilson asked them to decide among themselves who will speak. In the meantime, he noted that he received numerous letters and e-mail correspondence regarding the subject, and he asked Provost Whitfield to provide some background information. Provost Whitfield explained that two lecturers were released from the Classical and Modern Languages, Literatures, and Cultures Department. However, after conversations with both the Dean of CLAS and the Department head, chair Anne Duggan, there was agreement that the essential work the lecturers were involved in could reverse the enrollment situation the department was experiencing, and they were able to find some administrative support to reinstate the lecturers for one year. The Provost said he would be working with the department head and the new dean to develop specific actions that would provide means of keeping lecturers employed. President Wilson then called upon the first speaker to come to the podium.

### **Lecturers — Classical and Modern Languages, Literatures, and Cultures Department**

#### ***Marian Impastato***

President Roy Wilson, Board of Governors, faculty, students, ladies and gentlemen, I am Marian Santeviccha Impastato and a long-time advocate of Wayne State University, and a resident of long standing in Detroit, East Detroit, and most recently Grosse Pointe Shores, Michigan, 30 years plus. As a student and educator with multiple degrees, Bachelor of Science, Master's degree in Music as well as



Education, and on my way to receiving the doctorate's degree, all attributed to Wayne State University. Only thing is my husband got in the way of the doctorate; he didn't want me to have a doctorate because he had a Law School thing and he thought I was getting too close.

So, anyway, the institutions that I attended were Wayne State University a short time, they asked me to get up the harp program; all my education was here in Detroit and Wayne State but somehow they got wind of me at Michigan State so I did spend a nice summer there, and Macomb, and Interlochen Summer Camp. I became president of the auxiliary bar of Michigan, I became as I said their president for the auxiliary now, and also the same thing for the Macomb Bar of which my husband is a member of both. The same thing with the Detroit Bar Auxiliary. I attended and as a student accomplished, with wonderful teachers, all here in Detroit. Mary Bainert, who taught not far from here; the illustrious Margaret Mannebach, whose offices I understand are still here but others are in it; Velma Froude, harp and vocal, with a mentor Mr. Burns, Cass Technical High School, and it's still great. At Michigan with Mr. Teneyck, who was at the high school at Cass Tech, Mr. Teneyck in science, you couldn't have found a better educator. He also appreciated the purity of sound, which hit to my heart, so we got along very well. Graham T. Overgard, do you remember him? He led the band, Graham T. Overgard. Dr. Harry Bejim -- do you remember Dr. Bejim? These are all the best of the best, and they all represent Wayne State University. Jason Tipton. Do you remember him?

Other greats that came from here would be Lily Tomlin, to mention a few. There are others – Nero Greenspan, Isadore Saslov, Robert Newkirk – all of these people have made their mark in national orchestras, symphonies, and so on. So the education in the Detroit school system was the best and couldn't have been better. We all worked so hard to aspire and become great in whatever field we chose – Imogen Coca, Isadore Saslov, Bobby Newkirk, Dorothy Pixley – I think her dad was professor here – Bill Schwartz – all became leaders in their chosen fields.

The Italian Heritage room located in room 160 General Lectures Building is a lovely room located and designated as a student study lounge across from a small auditorium. Great art work can be seen in the room and it is adjacent to an auditorium, which is perfect for the Italian Heritage Center. Rotario graced the center of the room for many, many years – I don't know what's happened to it. Tony Spina gave the photography and he graced the walls of the Italian Heritage Room. About a year or so ago I was notified that the Rotario sculpture was sold. I'm here at Wayne State to advocate, as an advocate of Wayne State and the Italian Heritage Room, to express and to share the importance of keeping the Italian program here at Wayne State University for the betterment of the students and the community at large. So thank you for listening to me; I am grateful to the faculty and to the professors for their leadership of the past and the present, and it is my pleasure to have addressed an illustrious group as well as your many great guests that you have here today. Thank you on behalf of myself and Judge Impastato and myself, Marian.

### ***Clay Walker***

Hello, my name is Clay Walker. President Wilson, Board of Governors, and the University community. I want to thank the Provost for supporting these two lecturers; I am a senior lecturer in the English department and I just want to make some



comments about the lecturer position and how this situation relates to it. This is a concern at Wayne State University.

The lecturers in Classical and Modern Languages, Literatures, and Cultures Department who were not renewed and then given a one-year extension, like lecturers in departments across campus, serve a critical role as teachers in high enrollment, general education courses and develop important relationships between their students and the Wayne State community. Lecturers are central to the fabric of this University and its mission to educate its students, as lecturers teach higher course loads than tenured and tenure-line faculty, spending 70% of their time in teaching and other course-related activities, and 24% of their time engaged in service to the university, according to a 2017 survey of lecturers at the University. Because lecturers often teach lower level or introductory courses, they play an outside role in the University's retention efforts, developing positive relationships between students and faculty in the critical first few semesters of a new student's academic career. Lecturers have more face time than undergraduate students than tenured or tenure-track faculty in many cases.

Releasing these two professors from their teaching positions was never the right tool to address the problems that face this department and other departments, including budget constraints and low enrollment in majors, especially in Liberal Arts. According to numbers from the department, the combined salary and benefits of these two lecturers counts for about 1.5% of the tuition income generated by undergraduate students tuition in the courses for this program in this department. The cost of losing two dedicated and long-serving teachers, one of whom has been there since the 1990s, to the University and students far outweighs the negligible benefits of cutting their salary and benefits costs. Problematically, the decision to release these two lecturers didn't seem to have been based on any consideration of their performance as instructors and their service to the department, college or university. Rather it seems these instructors were selected to be released because their contracts were quintessentially up this year and could be let go.

Given that the university has seen an 8% drop in tenured-track faculty and a 7% increase in lecturers since 2011, lecturers occupy a growing slice of the pie at Wayne State University. These positions may seem like moveable parts, as the longest contract term for lecturers is 3 years, decisions to not renew should take into consideration faculty member's performance as instructors and colleagues in university service. We are only harming our curricula and our students by not considering such factors. Thank you.

### ***Mackenzie Hill***

Greetings, Board of Governors and Wayne State community. My name is Mackenzie Hill. I would first like to express my gratitude to the Provost for renewing the contract of senior lecturer Marilyn Rashid. She is a staple in the CMLLC community and in my life as well as a role model. As a former student and current colleague of hers, I can share with you the impact and influence she has had not only on my education but also on my personal growth and development, from when I was a new student at Wayne State at a time when I was unsure of my future, to currently as a graduate teaching assistant for basic Spanish courses. Marilyn has provided unyielding guidance and support for me for the past five years, and I truly



believe that she has helped mold me into the world citizen and Spanish instructor that I am today. I often recall Marilyn's classes that I took in the past and the strategies that she would use to teach us because they were intriguing and compelling. And in her class you wanted to learn and be engaged because of the way she presented the material, assertively and enthusiastically. I took her introduction to professional and literary translation class a couple years ago as an undergraduate student, and I will use what I learned in that class for the rest of my life as a language learner. The skills and information she taught us, in that class specifically, are practical skills and knowledge that can be transferred to real-world situations. Offering students a variety of classes to choose from such as this introduction to translation class is pertinent in sparking an interest and passion in them, so that they want to continue their studies at Wayne State University as language learners.

Marilyn is a personal inspiration for me also, because of the fact that she is a non-native Spanish language instructor and lecturer, meaning she learned Spanish as a second language, just like me. That gives me a lot of hope for the future that maybe one day I can do great things like Marilyn has done, and influence my students like she has done for many of us. Thank you for your commitment to our classical and modern languages, literatures, and cultures community, and thank you again for allowing Marilyn to continue to positively impact the next generation of Spanish students at Wayne State University. Thank you.

### ***Roxana Zuniga***

Good afternoon, members of the Board of Governors, President Wilson, Provost Whitfield, and our Wayne State community. I would like to begin by thanking Provost Whitfield and our chair, Dr. Duggan, who worked tirelessly to keep these two exceptional lecturers teaching at Wayne State University for at least another academic year. I would also like to thank the outpouring of support from our students who sent letters to President Wilson, Provost Whitfield, and our members of the Board in support of these inspirational teachers. We appreciate your support and that of our entire community.

I have known Marilyn for many years in and outside of Wayne State University. She has always been a role model for me, and I admire her dedication to my community and our students at Wayne. Marilyn has been a beacon of hope and positive change for the Latino community in Detroit and at Wayne State University. Throughout her extensive teaching experience at this University she has built bridges connecting our vibrant community with our Spanish students and faculty through programs in our community that provide much needed experiential learning opportunities for our students. For example, many of Marilyn's students have benefited from engaging with our Latino population in southwest Detroit by tutoring children and adults in La Casa Guadalupana and El Centro San Jose. She is a promoter of high impact practices such as service learning opportunities, because she recognizes the value in engaging our student population with our local Latino community in southwest Detroit and the surrounding areas. Furthermore, she has encouraged and supported numerous students as they pursue various Study Abroad opportunities, which goes hand in hand with Wayne State's mission to educate global citizens who positively impact local AND global communities.

For me as a lecturer at Wayne State University, Marilyn has been a mentor and an exemplary teacher who inspires me to continuously improve my teaching methods and service to our diverse student body and local community. I admire her dedication to our profession, to our community, and most importantly to our students. Marilyn will continue to play a vital role in the future of our University, our students, and our Spanish program, which is slowly starting to grow, especially in the intermediary courses that are usually taught by Marilyn and other lecturers. This recent growth may be due to our commitment to student-centered teaching practices and our willingness to try innovative and collaborative ways of learning. Marilyn is not only an excellent teacher but also a supportive colleague and in many ways the heart of our Spanish program. She is an outstanding and compassionate human being with an impressive teaching record of scholarship and service. May this conversation continue so that every lecturer who is committed to student success, community engagement, and inclusive teaching is not worried about their job security, and is instead spending that energy on creative teaching models that can help our students succeed in our programs and at Wayne State University. Thank you.

### ***Pierluigi Erbaggio***

I am Pierluigi Erbaggio from the consulate in Detroit, good afternoon. I am here on behalf of Consul Maria Manca; she is the Consul of Italy here in Detroit, and I am here to express appreciation and gratitude for Provost Whitfield's decision to renew Silvia Giorgini's contract. I am certain that Silvia and her colleagues will be able to find longer term creative solutions for increasing enrollment in their classes. We are very proud of the Italian program at Wayne State University, a program that since 1930 has given tools to several generations of Italian Americans to speak with their relatives both here and abroad. As foreign students, so that they can work with Italian companies in the area or businesses with ties with Italy, and in recent years as Consul we have brought hundreds of students to the successful Wayne State Study Abroad program.

Today Silvia Giorgini, as language program director and full-time lecturer, is a pillar of your Italian program. She has given years of dedicated service to this institution you lead, and with here generosity and enthusiasm, she will be crucial to strengthening and innovating this program for many years to come. Thank you.

### **Paul Beavers — Economic Justice Town Hall**

Hi, I am speaking today as a representative of a group of faculty and academic staff from AAUP/AFT Local 6075, who met together for an Economic Justice Town Hall on January 31. Some of us in the union, the officers and the council representatives, have been hearing repeated comments and complaints about budget, wages, and other economic issues, and we concluded that our members wanted to have an opportunity to voice their concerns. They took advantage of this opportunity; before the Town Hall our members shared their concerns on an on-line forum, and at the Town Hall 61 attendees shared their stories and talked the issues out with their colleagues, and we have since had a well-responded-to informal survey on union resources. And having now heard people's voices, we feel obliged to act on what we heard. Those of us who organized the event are still analyzing the data we gathered, and we will share it with the Board of Governors, the University



administration, and our members when we're done. More importantly, we will be offering concrete suggestions for addressing concerns. In many cases there are clear, practical actions that can be taken that will really make a difference. The morale of the faculty and academic staff can be improved, the administrators and faculty can work well together, and the University as a whole can be improved to greater transparencies in their operational procedures.

Our request to speak today was inspired in part by the prospect of the elimination of those two positions in classical and modern languages. This touches so directly on one of the concerns we heard at the Town Hall that we would be remiss if we didn't speak up. We are very pleased that the Provost has addressed the situation and that there is some relief at the moment, but we would also like to emphasize to the Board that the issues of loss of positions in the departments arose again and again in concerns expressed in our Town Hall. The faculty and the academic staff repeatedly spoke of the loss of positions in their departments. They feel not only excluded from shared governance in which they should have some input on what cuts should be made and which lines would be cut and retained, they also feel excluded from any knowledge on when decisions about positions are being considered and have been made. This is a recipe for increased anxiety and for churning the rumor mill, and the University as a whole suffers. We want to very strongly suggest that the Board needs to address this issue because it runs much deeper than the case at hand and has a decidedly negative effect on faculty morale. A clear indication of this is the fact that our Town Hall was held on January 31, well before the situation in Classical and Modern Languages arose.

Having said this, let me also say that the Town Hall was not all complaining and whining. Members expressed great satisfaction at working at Wayne State University. They take great pride when enrollment in their departments increase, when teachers and teaching techniques help improve students' academic achievement. They embrace the University's mission, and that's why this has to be increased because we want to cultivate those attitudes. Thank you.

President Wilson thanked the speakers for their comments. He said the administration, and he is sure the Board as well, agree with the opinions expressed and he looks forward to the constructive comments that will be forthcoming.

#### **ADJOURNMENT**

There being no further business, the meeting adjourned at 4:16 p.m.

Respectfully submitted,



Julie H. Miller  
Secretary to the Board of Governors