



## OFFICIAL PROCEEDINGS

December 4, 2020

### Regular Meeting

The meeting was called to order at 2:02 p.m. by President Wilson. The meeting was live-streamed; all meeting participants attended remotely. Secretary Miller called the roll. A quorum was present, with the following Board members in attendance:

Present: Governors Barnhill, Busuito, Gaffney, Kumar, Kelly, O'Brien, Stancato, and Thompson; and President Wilson

Also Present: Provost Clabo, Vice Presidents Burns, Cooke, Lanier, Lessem, Lindsey, Schweitzer, Staebler, Wright, and Secretary Miller.

Before the meeting formally began, President Wilson extended a welcome to incoming Governor-elect Terri Lynn Land, who was in attendance. He offered congratulations to both Governor-elect Land and Governor Stancato on their election to the Board for the coming term. These terms begin on January 1. Due to the pandemic, there will not be a formal swearing-in ceremony held this year, however, there will be an opportunity for the Wayne State community to meet the newly elected governors at a reception to be held once normal operations resume.

### APPROVAL OF CONSENT AGENDA

President Wilson asked for approval of the consent agenda containing the following items:

#### Board Meeting:

- A. Approval of the Official Proceedings of October 30, 2020 (Regular Board)
- B. Personnel Recommendations

#### Academic Affairs:

- C. Discontinuance of the Master of Science in Anesthesia (Academic Affairs)

**ACTION:** Upon motion made by Governor Stancato, and supported by Governor Gaffney, the Consent Agenda was approved as presented. The motion carried.

## PRESIDENT'S REPORT

President Wilson focused his comments on providing an update on COVID-19. He explained that COVID-19 cases on campus are closely tracked with specific trigger metrics, which are used to determine whether further action is needed. One of the trigger metrics involves whether the positivity rate in the area surrounding the University goes over 15%. The State of Michigan's positivity rate went over 15% recently; the City of Detroit remained at 8.3% but is trending upward. While the University triggers were not engaged, the new guidelines by the State of Michigan were welcomed as cases climbed locally and throughout the state. The University's reported numbers were 267 cases since July 1, 2020 with a weekly high of 62 in late November and have trended downward since then. In the last full week, there were 23 cases, and positivity is presently below 4%. Another trigger to watch is the number of cases per day. The trigger is 15 cases per day per day and the University's rolling three day average is one case per day and trending downward. There was concern about the possibility of an uptick in cases due to activities surrounding the Thanksgiving holiday. The university made a decision to go above and beyond the State's recommendations, and shut down through the end of the year, based on the data and experience in other states and other countries, particularly in Europe.

University Libraries stayed open at about 25% capacity and remain a conducive study environment for students. Research activities continued to be operational. The public health committee as well as the VP for research are monitoring the data and have contingency plans if changes warrant it. Housing is at about 37% of capacity and dining remains open with increased vigilance of the over 1500 residents currently on campus. During Thanksgiving, students were allowed to stay on campus, and more than 500 meals were served. The start of the winter semester will be similar to the fall semester, with most of the classes taught remotely, and some with face to face instruction, such as clinics, labs, dance and pottery. With the situation remaining fluid, nothing will be done differently in January, as coming out of the holidays, operations will be as tightly controlled as possible. The vaccine will eventually be available to the university population, probably by mid-May for those who want to take it, and by the Fall semester, the President hopes the University will be back to, or very close to, normal. President Wilson then called on Provost Clabo for a presentation highlighting a small sample of activity at the University during the pandemic.

## SPECIAL TOPIC - PROFILES IN WARRIOR STRONG

Provost Clabo, Interim Provost and Chair of the Campus Public Health committee, began by highlighting the challenge of online teaching and learning, the impact of prolonged stressors on faculty, staff and students, and all the contingency plans in place throughout the University. Examples of resilience, resistance and innovation emerged and involve individuals from all areas of the University community including students, faculty, staff and administration.

There were stories from people who found innovative ways to adapt and continue to serve the mission of the University. They maintained optimism despite bleak news, exemplified the warrior spirit and served as an inspiration to other members of the University. Provost Clabo called on four members of the Wayne State campus community to share their experiences and indicated that there is a plan to return to future board meetings with more stories, under the title of Profiles in Warrior Strong.

Lars Johnson, an assistant professor in psychology in the college of liberal arts and sciences was introduced to talk about his research initiatives and recent recognition. His research primarily focuses on leadership, well-being, workplace, diversity and inclusion issues. He is one of the co-principal investigators for a large grant received over the summer from the National Science Foundation that aims to help create systemic change to increase equity among women and underrepresented minorities in faculty in STEM disciplines. He also received an NSF rapid grant to study how job related stressors impact police officers and in turn the communities they serve.

Professor Johnson thanked Provost Clabo and the Board for the opportunity. He indicated that his focus began with graduate and undergraduate education and figuring out how best to serve students. He wanted to make sure that students were getting what they needed and saw an opportunity during the Black Lives Matter protests, and made some important connections.

He worked with Alison Hall from the University of Texas-Arlington on the NSF Rapid Grant to better understand policing in primarily communities of color and across the United States. They studied how day to day police experiences impacted the community and assumed that those metrics were necessary to support both the police and the community and to find some unity. He discussed the number of individuals he worked with on the NSF Advanced Grant, including former Associate Provost Annemarie Cano, Marquita Chamblee, Loraleigh Keashly and Krista Brumley, with joint focus on women in STEM fields. Professor Johnson also worked with Rahul Mitra, a professor at the University focusing on Black and Indigenous people of color across the country and the impact of the pandemic on their entrepreneurship and businesses. The work also included graduate students and focuses on understanding anti-black racism over the lifespan of the pandemic, and going back almost 400 years.

Dean Clabo thanked Professor Johnson and next called on Kamali Clora, a fourth year student majoring in public health, with a music minor, in the Irvin D. Reid Honors college. He serves on the Student Senate, where he is the Director of Student Services. He also serves as a student representative on the Board of Governors' Academic Affairs committee. He was a participant in a recent student townhall panel where he offered strategies to help other students be successful in coursework and manage stress, and he has an instructional video posted on the University website on how individuals should properly wash their hands. He also had a role as part of the new polling location on campus.

Mr. Clora believes that you are never too young to lead and never too young to follow and that success is the sum of small efforts repeated day in and day out. He further believes that people get engaged when an issue becomes personal to them, and that led to initiating his own nonprofit focused on environmental health. He worked with the Student Senate to implement a range of social justice initiatives to make all students feel included. His philosophy is that students should not be afraid to initiate, grow and reimagine, and he is thankful to have the opportunities to lend his support in any way possible. Dean Clabo thanked Kamali for his perspectives. She then introduced Michael Selden, a University custodian who volunteered to work on campus so that police officers, researchers and others still present on campus would not have to care for their own physical environment, in addition to their work. Mr. Selden thanked Provost Clabo for the recognition, and believes that it is important to keep each other as safe as possible. He is happy to be on campus and to be doing something constructive. He enjoys working with people and wants to be a problem solver.

Provost Clabo thanked Mr. Selden and his colleagues for all they have done and continue to do to keep the University campus safe and healthy. The final speaker introduced was Dr. Jennifer Hart, an associate professor in the department of History, where she teaches courses in African history, world history, digital history, history communication, and historical methodologies. Provost Clabo advised that Professor Hart worked on important campus initiatives including work with the Office of Teaching and Learning to assist all faculty in the adjustment to and the enhancement of online teaching and learning. She served on the innovation and entrepreneurship steering committee, which was an interdisciplinary initiative out of the Provost's office. Professor Hart has been active on social media and other online platforms sharing good things about what has been happening at the University.

Professor Hart advised that many of her students were interested in public health and medicine and all of them are deeply attuned to concerns and issues of the city and were concerned about the potential danger of a pandemic and the particular vulnerabilities of Detroit. As asynchronous classes spread students around the world, with many of them frontline medical workers, students maintained lively exchanges online and helped each other with reading and assignments in new ways. Students have shown up to office hours, scheduled meetings to talk about their assignments and about their lives and fears of infection at work. They shared challenges and difficult choices they had to make to protect their families and still maintain their work and classes have given them tools and space to talk about and work through those challenges and fears.

With a lighter teaching load this semester, Professor Hart dedicated significant amounts of time to faculty development through roles in the general education program and through the Office of Teaching and Learning. She has been inspired by the dedication and countless hours that faculty, staff and administrative colleagues devoted to ensuring that students are cared for.

Provost Clabo thanked Professor Hart and offered to return to future Board meetings with other profiles in Warrior Strong. She closed the special presentation with a short video showing students expressing their gratitude for the dedication and support that they received from their University faculty.

## **STANDING COMMITTEE REPORTS**

The President reported that two of the board's standing committee met during the morning session. A detailed report of the discussions during each committee meeting can be found in the Minutes of that committee. He called on each of the Committee chairs for a report.

### *Academic Affairs Committee*

Governor Gaffney advised that Academic Affairs committee considered one action item which was included in the consent agenda approved earlier this afternoon. The committee heard one additional report from the Dean on College of Liberal Arts and Sciences, Stephanie Hartwell who reported on the college's more than 20 departments, 9,500 students and 400 full time tenure track faculties. The college brings in over 20 million dollars a year in research funding and is responsible for awarding about half of the PhD's across the entire university.

### *Personnel Committee*

Governor O'Brien advised that the Personnel committee heard two presentations at its morning meeting. The first was from Marquita Chamblee, Associate Provost for Diversity and Inclusion and Chief Diversity Officer, who discussed the strategic plan element for diversity and inclusion. The second presentation was from the General Counsel's office and provided highlights from the University's annual affirmative action report for 2019. The Board was advised that the full report was being revised to include the Title IX data and would be sent to the Board when completed.

## **RECOMMENDATIONS AND REPORTS FROM THE UNIVERSITY ADMINISTRATION**

The Provost and the vice presidents submitted informational reports describing activities in their divisions. President Wilson asked that any additional comments be brief.

### **Academic Affairs Informational Report**

Provost Clabo advised that the University received an award, the Excellence in Assessment designation, from the National Institute for Learner Outcome Assessment, which is a partnership of the American Association of Colleges and Universities, and the Association of Public and Land Grant Universities. There were 39 universities in the United States to receive this designation. More than 25

members of the Wayne State community, faculty, staff and students joined in a virtual celebration ceremony.

**New Research Awards: Quarter Four - FY 2020**

Vice President Lanier noted that there was nothing additional for the report.

**Research Report: Quarter Four - FY 2020**

Vice President Lanier noted that there was nothing additional for the report.

**UNIVERSITY SUBCONTRACT WITH A COMPANY THAT IS PARTIALLY-OWNED BY A WAYNE STATE UNIVERSITY SCHOOL OF MEDICINE FACULTY MEMBER**

Vice President Lanier presented a contract for Board approval with a company owned or partially owned by a Wayne State University employee. 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 these contracts are shown below.

DS Biotech, LLC:

- (i) The parties involved in the contract are Wayne State University and DS Biotech, LLC.
- (ii) The contract will provide:
  - a) Scope: Use of all ovarian cancer and normal cell lines in Dr. Ghassan Saed's laboratory at Wayne State University to test the killing efficacy of the LMTK3 peptides and compare it to killing efficacy of LMTK3 monoclonal antibodies, and also determine the MTD dose.
  - b) Duration: The contract will have an initial term of twelve months, with an estimated start date of January 1, 2021.
  - c) Financial consideration: The contract will provide for 15% of Dr. Saed's salary effort and the salary for one full time research assistant.
  - d) University facilities to be utilized: The experiments will take place in Dr. Saed's laboratory on the second floor of the C.S. Mott Center for human growth and development, Department of Obstetrics and Gynecology.
- (iii) Dr. Saed's pecuniary interest is based on his ownership of DS Biotech. Dr. Saed's share of DS Biotech is 100%, and he will therefore have the potential to financially benefit from the commercial success of the company. Dr. Saed has entered into a Financial Conflict of Interest

Management Plan as approved by Wayne State University's Financial Conflict of Interest Committee.

**ACTION:** Upon motion made by Governor Kelly and supported by Governor Busuito, the Board of Governors authorized the President or his designee to enter into a contract with DS Biotech, LLC, a Michigan Limited Liability Company totaling \$100,000 to Wayne State University. This contract will be to perform research services related to the in vitro validation of LMTK3 as a novel target for killing ovarian cancer cells and not normal cells using LMTK3 monoclonal antibodies and LMTK3 specific peptides.

The motion carried with the following roll-call vote:

Governor Barnhill - yes	Governor Kumar - yes
Governor Busuito - yes	Governor O'Brien - yes
Governor Gaffney - yes	Governor Stancato - yes
Governor Kelly - yes	Governor Thompson - yes

### **Government And Community Affairs Report**

Vice President Lindsey announced the departure of the Director of Community Affairs, Victor Green who accepted a position as Assistant Chief of the Kalamazoo Department of Public Safety. He also advised the Board of the unfortunate passing of the university's DC lobbyist Anita Estell, who was the founder and President and CEO of the Estell Group. The Estell Group had assisted the University with federal relations efforts since 2013. The search for a new firm is under way.

VP Lindsey then called on the Director of Federal Affairs, James Williams, who gave a brief update on matters with respect to the election and COVID related issues. He described Wayne State's activities involved in insuring consideration for the university in the legislation going forward. He talked about two bills regarding COVID relief and the Families First Act to expand paid sick leave and medical leave. Vice President Lindsey noted the University will remain active both from a coalition standpoint and an individual university standpoint advocating in these efforts.

### **Proposed Extension Of Time - Title IX Policy**

General Counsel Lessem proposed an extension of time for the Title IX policy; there were no questions on this proposal

**ACTION:** Upon motion made by Governor Kelly and supported by Governor Gaffney, the Board of Governors extended the period of time during which the administrative policy governing Title IX remains in place until December, 2021, or as soon thereafter as a suitable policy may be presented to the Board of Governors for consideration and adoption. The motion carried.

### **Economic Development Report**

Vice President Stabler did not have anything to add to the report. Governor Thompson asked about Detroit Means Business. Vice President Staebler explained that it is a coalition of sixty different groups around the city that came together to support small businesses in Detroit and in efforts to address the pandemic issues, and has been meeting since April.

### **Development And Alumni Affairs**

Vice President Burns stated that fundraising has been impacted by COVID and the division's fiscal year 2020 goal was revised down in June. The completed fiscal 2020 fund raising effort raised nearly \$49 million dollars and represented a 6% decrease over fiscal 2019. While the nationally, public universities saw decreases of up to 16.7% in the numbers of donors to the institution, Wayne State was up in this category by 5.5%, and she felt that post-pandemic the University would well positioned.

### **Establishment Of Funds**

**ACTION:** Upon motion made by Governor Stancato, and supported by Governor Gaffney, the Board of Governors established endowment funds that total \$180,600.00 for the purposes presented. The motion carried.

#### **1. THE PENNY BEARDSLEE PUBLIC INTEREST LAW ENDOWED SUPPORT FUND**

This endowed support fund is established to provide support for students participating in the Law School's Public Interest Law Fellowship Program with a generous pledge of \$25,000.00 from Julie M. Carroll. \$25,000.00

#### **2. SANDRA BULGER ENDOWED SCHOLARSHIP**

This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the Law School with a generous pledge of \$25,000.00 from Tamira T. Chapman and Charles F. Chapman, Jr. \$25,000.00

**3. INGBER ENDOWED SCHOLARSHIP FUND**

This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the School of Medicine with a generous pledge of \$25,000.00 from Michael S. Ingber, M.D. and Lori B. Ingber, Ph.D. \$25,000.00

**4. STUART ITZKOWITZ AND LARRY ZIMMERMAN ENDOWED SCHOLARSHIP**

This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the College of Education with a generous gift of \$30,600.00 from the estate of Stuart Itzkowitz and Larry Zimmerman. \$30,600.00

**5. STATE BAR OF MICHIGAN INTELLECTUAL PROPERTY LAW SECTION ENDOWED SCHOLARSHIP**

This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the Law School with a generous gift of \$25,000.00 from the Intellectual Property Law Section of the State Bar of Michigan. \$25,000

**6. ALICE G. THOMPSON ENDOWED SCHOLARSHIP**

This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education in the School of Social Work with a generous gift of \$25,000.00 from Alice G. Thompson. \$25,000.00

**7. URBAN SCIENCE NATIONAL SOCIETY OF BLACK ENGINEERS ENDOWED SCHOLARSHIP**

This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students in financing their education at the College of Engineering with a generous gift of \$25,000.00 from Urban Science Applications, Inc. \$25,000.00

**ACTIONS IN RECOGNITION OF OUTGOING BOARD MEMBER**

### **Approval Of Emeritus Status**

As part of the actions the Board considers when a member completes their term of service, a recommendation was presented to designate Governor Sandra Hughes O'Brien as Governor Emeritus upon completion of her term of office on December 31, 2020. The formal action is as follows:

**ACTION:** Upon motion made by Governor Busuito and supported by Governor Thompson, the Board of Governors named Sandra Hughes O'Brien as Governor Emeritus. The motion carried.

### **Establishment Of Endowed Scholarship Fund**

The second action is the establishment of an endowed scholarship fund that would create the Sandra Hughes O'Brien endowed scholarship, a fund functioning as endowment.

**ACTION:** Upon motion made by Governor Busuito and supported by Governor Thompson, the Board of Governors established the Sandra Hughes O'Brien Endowed Scholarship (Fund Functioning as an Endowment) in recognition of her service to Wayne State University as a member of the Board Governors from January 1, 2013-December 31, 2020. This scholarship is established to recognize scholastic achievement, encourage continued progress and provide assistance to students in financing their education at Wayne State University's School of Medicine.

\$25,000.00

### **Board Member Tribute:**

President Wilson then called on Governor Barnhill to read a statement on behalf of the Board. Bryan Barnhill:

Today marks the last Board meeting for outgoing Board member, Sandra Hughes O'Brien. A board tradition has typically been to include some words of reflection when a Board member completes their term of service and includes the two actions just taken to memorialize that service. This afternoon, I'm please to speak on behalf of the Board as we recognize Sandy's service. Sandy was elected to the Board in November 2012 and began her term of office on January 1, 2013. She has been very proud of the fact, and we are too, that she is the first member of Latinx heritage elected to the board and she has been steadfast in her commitment to serving as a representative of that community, raising awareness of the board and administration throughout her term on the Board.

Sandy has a strong interest in student success in the classroom and to broaden access for all students, and with her Board colleagues, helped implement a tuition equity policy for undocumented Michigan students.

Sandy has also advocated for new standardized test requirements, asking the university to consider other options in admissions requirements that would help to increase access to a Wayne State University degree. Throughout her service, she has pushed for an increase in the diversity of our faculty and in our student body. Sandy has an avid interest in athletics and prior to the pandemic, has been a fixture at Warrior football and basketball games throughout her years of service. Members of her family frequently joined her at the games and it was common to see her husband and kids with her all cheering on the Warriors.

Sandy has served in a variety of leadership roles on the Board through her term of service including as chair of the Academic Affairs committee, the Student Affairs committee and the Personnel committee and as a member of the Health Affairs committee and the Audit Subcommittee, among others. She served as Chair of the Board in 2017 and 2018.

There's been much important progress at the University since Sandy joined the Board. In terms of major accomplishments, our financial partnership with Corvias Campus Living, securing on campus living for our students well into the future, completion of the University's \$750 million capital campaign, the groundbreaking of the Hilberry Gateway project, completion of the Mike Ilitch School of Business and the STEM Innovation Center, and a project for which Sandy has had much interest and participation in, the agreement for a partnership with the Detroit Pistons to build an arena on campus. In 2018, we all celebrated the University's sesquicentennial, the 150<sup>th</sup> year of our existence as an important and critical institution for Southeast Michigan. The University has seen nationally award winning recognition of improvements in graduation rates, in retention, in narrowing the graduation gap between black and white students, an issue that is important to all of us on the Board, and as we all agree, with much more work ahead of us. New programs have been approved, new faculty, new deans, the previous provost and perhaps most importantly, our president, joined the University during Sandy's service on the Board.

The past few years have been challenging ones for the Board and we continually look for ways to work together to address the serious issues facing the University. Earlier this year, the Board adopted a code of conduct, and the concept of such a code was originally brought to the Board for consideration by Governor O'Brien several years ago following her participation in an AGB workshop for presidents and incoming board chairs. While the code was not unanimously adopted, it does provide the framework for board operations for current members of the board.

In closing, we want to collectively thank Sandy for her service to the University, and extend our best wishes to her and her family as she embarks on her next chapter.

President Wilson invited Governor O'Brien to say a few words. Governor O'Brien thanked everyone, and advised that it had been an honor and a privilege to serve. She has very much enjoyed supporting the University's faculty and students and saw a lot of hope in the Board moving forward, encouraging the focus to always be on students and protecting the faculty. She hoped that the athletic division would grow and prosper, as well as the rest of the university.

Governor Busuito said that Governor O'Brien was passionate about the university and used her elected position to give a voice to the voiceless and would be greatly missed. He then thanked her for her service to the Board and to the university.

Governor Thompson thanked Governor O'Brien for her formidable and courageous service on the board and noted that the University benefited from her insightful questions, innovative ideas and deep commitment to the faculty, students, staff and the citizens of Michigan. She noted that Governor O'Brien was part of the Board that ushered in the multicultural center and that work and fighting for the multicultural students had been a passion for Governor O'Brien. She wished her best of luck in the future.

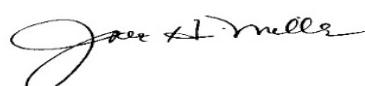
#### **PUBLIC COMMENT**

The Secretary received a request from a member of the community to address the Board. Ms. Susan Odgers was not available on the line at this time of the meeting and would be welcomed to attend a future meeting.

#### **ADJOURNMENT**

There being no further business, the meeting was adjourned at 3:14 p.m.

Julie H. Miller



Secretary to the Board of Governors