



OFFICIAL PROCEEDINGS

March 8, 2023

Regular Meeting

The meeting was called to order at 3:48 p.m. by President Wilson. Secretary Miller called the roll. A quorum was present, with the following Board members in attendance:

Present: Governors Atkinson, Barnhill, Busuito, Gaffney, Kumar, Kelly, Land, Stancato, and President Wilson

Also Present: Provost Kornbluh, Vice Presidents Ezzeddine, Lindsey, Massaron, Miller, Poterala, Ripple, Schweitzer, Staebler, Stemmler, Wright, and Secretary Miller

President Wilson opened the meeting by addressing the mass shooting tragedy that occurred in two buildings on the Michigan State University campus in East Lansing, on February 13, 2023. He offered the following statement:

You know, I think everyone was terrified just watching the events unfolding that night. It was heartbreaking to learn that students were killed and injured, even more so as this occurred on the college campus. One where many of us have friends and colleagues and even family. College campuses should never be places of fear or tragedy. And yet that was the bitter reality on the night of February 13. There will be a time to talk about how we prepare for such incidents, but at this time, I ask that we remember the three Michigan State students who should be in class today but due to senseless violence, violence that is becoming all too common, they are being mourned. Instead, I'm going to say their names. And I want us all to think of them as promising young people with bright futures ahead of them. The kind of students that dream of changing the world, the kind of students that are on our campus now. Then I'd like to observe a moment of silence. Those students are Arielle Anderson, Alexandria Verner, and Brian Fraser. Thank you.

PUBLIC COMMENT

President Wilson advised that one request has been received for public comment, and called upon Professor Jose Cuello. He advised Professor Cuello that speakers are allowed three minutes to present their statement, and that a clock has been provided to let speakers know how much time has elapsed. Professor Cuello made the following abbreviated statement at the meeting, and asked that his full statement be included in the official proceedings.

José Cuello

Well, thank you for letting me speak today. I'm usually I'm used to speaking for about an hour and a half to a class. And off the top of my head. So, I'm just going to read whatever I can in 3 minutes and then we'll put the rest in the record. OK. Thank you for the privilege of addressing you. As an Emeritus faculty of history in Latin American Studies, it is a great pleasure to address the most bipartisan progressive board since the civil rights era of the 1968 and 80s, sorry, I get nervous. You are the, I'm going to go up the list. You are the most impressive board that Wayne State has ever had in terms of your experience and your commitment to social causes. And I'm here to advocate the agenda that I put forward to you in writing on Wayne State becoming an environmental university. When I started on this campaign many years ago, people to laughed at me. Now we have the University of Michigan and other top universities going in that route, and Wayne said it's been traditionally the most underfunded university in the state and we do more than anybody else with that little but we're in a financial crisis, we're in a student recruitment crises and I think Green will attract both the funding and the students and give students a valuable career training in the future. Let's see, what else do I want to say. Oh, I do want to acknowledge the contributions to the board and the University of a few people. Number one, we have Julie Miller, who runs the show, and she does it from behind the scenes, and she's very professional, ethical and nonpartisan. So, Wayne is blessed to have her. Number two, there have only been two transformational presidents before the one you're seeing today. The first one was David Adamany, who was, for me, the urban mission president. He extended the urban mission throughout the whole damn thing, unfortunately, what happened the next 3 presidents took it down. Now we have the diversity President. President Wilson has courageously changed the administration structure of Wayne State to professionalize it. He has diversified the campus and he does other stuff that you know about. So, I really want to praise him for his tenure here. It took a lot of courage and one of the things that I particularly like about President Wilson was he wrote a book while he was under stress and revealed that he's more than human in terms of his commitment to education and to social goals. I do want to thank the rest of the board for their talent. I want to welcome Governor Atkinson the first time here and the reelection of Governor Kelly, which is impressive. So, I think I'm going to end then and we'll just enter this into the record. And in spite of my nervousness, I think I got through in less than 3 minutes. Thank you.

APPROVAL OF CONSENT AGENDA

Next, President Wilson asked for approval of the consent agenda, and advised that two items on the list, authorization for grant agreement and the bond authorization, have been pulled from the consent agenda to be voted on separately. The consent agenda now includes the following items:

Board Meeting:

- A. Approval of the Official Proceedings of January 26, 2023 (Regular Board)

Budget and Finance:

D. Approval of Various Capital Projects (Budget and Finance)

1. Elevator Modernizations/Replacement Program

Authorizes the President or his designee to proceed with the design, solicitation of bids and awarding of contracts for the modernization of elevators at a cost not to exceed \$774,000. The Parking Auxiliary Fund will provide funding.

2. Matthaei Comprehensive Cooling

Authorizes the President or his designee to approve spending to design, solicit bids and award contracts for Matthaei Comprehensive Cooling, located at 5101 John C. Lodge with a project cost not to exceed \$2,700,000. The Series 2020 Bond Funds will provide funding for this project.

3. Bioscience Building Automation System Replacement

Authorizes the President or his designee to approve spending to design, solicit bids and award contracts for the Biological Sciences Building located at 5047 Gullen Mall with a project cost not to exceed \$2,850,000. Funding for this project will be provided by the Series 2020 Bond Funds.

4. George L. Beecher House HVAC Improvements

Authorizes the President or his designee to approve additional funds of \$170,175 due to the increased scope of work for the Beecher House HVAC Improvements located on 5475 Woodward Avenue. Previously approved funding was \$908,050, bringing the total project cost to \$1,078,225. Funding for this project will be provided by the Series 2020 Bond Funds.

5. STEM *Innovation Learning Center

Authorizes the President or his designee to approve spending to design, solicit bids and award contracts for the STEM Innovation Learning Center with a project cost not to exceed \$1,750,000. Funding for this project will be provided by 2018 Bond Funds.

6. PS 5 Parking Structure Repairs and Maintenance

Authorizes the President or his designee to approve spending to design, solicit bids and award contracts for the 2023 Parking Structure Repairs and Maintenance with a project cost not to exceed \$900,000. Funding for this project will be provided by the Parking Auxiliary.

7. Freer House Exterior Envelope

Authorizes the President or his designee to approve financing of \$550,000 utilizing the Series 2020 Bond Funds to make necessary repairs to the exterior envelope of the northeast portion of the Freer House to ensure weather tightness. Previous leaking has caused damage to the interior.

Academic Affairs:

- E. Establishment of a New Program for the Bachelor of Arts in Law in the College of Liberal Arts and Sciences, effective fall term, 2023
Authorizes the establishment of a new degree program, the Bachelor of Arts in Law (B.A. in Law) in the College of Liberal Arts and Sciences, effective Fall term, 2023.
- F. Establishment of a New Program for the Bachelor of Science in General Engineering in the College of Engineering, effective fall term, 2023
Authorizes the establishment of a new degree program, the Bachelor of Science in General Engineering in the College of Engineering, effective Fall term, 2023.
- G. Discontinuance of the Master of Science in Athletic Training, effective fall term 2024.
(Academic Affairs)
Authorizes the discontinuance of the Master of Science in Athletic Training, effective fall term 2024.
- H. Discontinuance of the Master of Science in Taxation in the Mike Ilitch School of Business, effective spring/summer 2023.
Authorizes the discontinuance of the Master of Science in Taxation in the Mike Ilitch School of Business, effective spring/summer term 2023.
- I. Discontinuance of the Post Bachelor Certificate in Forensic Investigation in the Eugene Applebaum College of Pharmacy and Health Sciences, effective winter term 2024.
Authorizes the discontinuance of the Post Bachelor Certificate in Forensic Investigation in the Eugene Applebaum College of Pharmacy & Health Sciences effective winter term 2024.
- J. Change the Name of the Bachelor of Science in Clinical Laboratory Science to the Bachelor of Science in Medical Laboratory Science, effective fall term 2023.
It is recommended that the Board of Governors change the name of the Bachelor of Science in Clinical Laboratory Science degree to the Bachelor of Science in Medical Laboratory Science degree, effective fall term 2023.

ACTION: Upon motion made by Governor Land, and supported by Governor Busuito, the Consent Agenda, minus items B, Authorization for Grant Agreement and item C, Authorization to Sell Bonds, was approved as presented. The motion carried.

The Board then considered action on the following two items:

B. Authorization for Grant Agreement

Authorizes the grant agreement between the State of Michigan Department of Labor and Economic Opportunity and Wayne State University for the receipt of a grant totaling \$100,000,000 in capital funding from the State of Michigan included in the Public Act 166 of 2022 for a facility dedicated to medical education, cancer research, and community health.

C. Authorization to Sell Bonds

Authorizes the issuance of Wayne State University tax-exempt General Revenue Bonds in the aggregate principal amount necessary to produce proceeds of \$150 million new money projects plus the amount necessary to accomplish any refunding transaction depending on market conditions at the time of pricing. At least \$100 million of bond proceeds will be combined with the \$100 million the University is scheduled to receive from the State of Michigan as part of the one-time capital funding included in the cost of the School of Medicine & Karmanos Cancer Institute building project, in addition to other campus building and infrastructure projects, including, but not limited to roof replacements; elevator and HVAC systems upgrades; and road, walkway and parking improvements. The bond issuance will have a term of up to 36 years.

President Wilson asked VP Massaron to provide a brief explanation of these two items before action is requested. VP Massaron advised that the authorization of a grant agreement with the state is for \$100 million for the construction of a new facility for the School of Medicine and KCI. He recognized the work of Vice President Lindsey, and his team, the Board's Advocacy Committee and individual Board members, and the president for working in Lansing to get the funds to the University. Moving the agreement forward is the first step necessary to receive the initial \$50 million from the state and show progress towards the construction of the facility. The authorization, paired with those state funds, enables the university to borrow money to construct that facility with project amounts not to exceed \$150 million. He thanked the board and the Budget and Finance Committee for their work. He added that modifications were made to the authorization at the request of the board, affirming the University's continued efforts to seek funding for the facility with Vice President David Ripple and the Dean of the Medical School working together. Raising sufficient funds increases the ability to reduce the borrowing amount and lessen future years' debt service on the institution. The following action was then taken.

ACTION: Upon motion made by Governor Kumar, and supported by Governor Stancato, items B, Authorization for Grant Agreement and item C, Authorization to Sell Bonds, from the consent agenda, were approved as presented. The motion carried.

RESOLUTION OF THE BOARD OF GOVERNORS OF WAYNE STATE
UNIVERSITY AUTHORIZING THE ISSUANCE AND DELIVERY OF GENERAL
REVENUE BONDS AND PROVIDING FOR OTHER MATTERS RELATING
THERE TO

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 Michigan Constitution of 1963, with general supervision of Wayne State University (the "University") and the control and direction of all expenditures from the University's funds; and

WHEREAS, in the exercise of its constitutional duties and in order to properly serve the needs of students attending the University, the Board has determined that it is appropriate and in the best interests of the University to finance all or a portion of the costs of certain capital projects of the University as described in Exhibit A attached hereto (all of such capital projects described in Exhibit A being collectively referred to herein as the "Projects"); and

WHEREAS, the administration has committed to continue to pursue philanthropic and other funding for the School of Medicine building and in the event sufficient funding is raised, the administration intends to reduce the amount of funding applied to the School of Medicine Building; and

WHEREAS, the Board has previously issued and has outstanding certain series of General Revenue Bonds payable from and secured by a lien on General Revenues (as hereinafter defined) (collectively, the "Prior Bonds"); and

WHEREAS, it may be appropriate and in the best interests of the University to refund all or portions of the outstanding Prior Bonds as shall be determined by an Authorized Officer (as hereinafter defined) (the portions of the Prior Bonds to be refunded, if any, as determined by an Authorized Officer, is referred to herein as the "Bonds to be Refunded"); and

WHEREAS, in the exercise of its constitutional duties, and in order to prudently control and direct expenditures from the University's funds, the Board determines it is necessary and desirable to authorize the issuance and delivery of General Revenue Bonds of the Board, in one or more series (the "Bonds"), to be payable from and secured by a pledge of General Revenues, in order to provide funds that, together with other available funds, will be used to pay all or part of the costs of the Projects and to pay all or part of the costs of refunding the Bonds to be Refunded, if any, and to pay costs incidental to the issuance of the Bonds and the refunding; and

WHEREAS, one or more trust indentures (collectively, the "Trust Indenture") must be entered into by and between the Board and a trustee (the "Trustee") to be designated by an Authorized Officer, pursuant to which the Bonds will be issued and secured; and

WHEREAS, it is necessary to authorize the Authorized Officers, or either of them individually, to negotiate the sale of the Bonds with one or more underwriters or groups of underwriters to be selected by an Authorized Officer (collectively, the "Underwriter") and to enter into one or more bond purchase agreements with the Underwriter (collectively, the

“Bond Purchase Agreement”) setting forth the terms and conditions upon which the Underwriter will agree to purchase the Bonds and the interest rates thereof and the purchase price therefor; and

WHEREAS, in order to be able to market the Bonds at the most opportune time, it is necessary for the Board to authorize the President and the Chief Financial Officer and Senior Vice President for Finance and Business Operations (each, an “Authorized Officer”), or either of them individually, to negotiate the terms of and to execute and deliver on behalf of the Board the Trust Indenture, the Bond Purchase Agreement, one or more remarketing agreements with the Underwriter or other remarketing agent selected by an Authorized Officer (collectively, the “Remarketing Agreement”), and other related documents, to establish the specific terms of the Bonds, and to accept the offer of the Underwriter to purchase the Bonds, and undertake such other actions and make such other determinations on behalf of the Board as authorized hereby, all within the limitations set forth herein; and

WHEREAS, the issuance of the Bonds for the purposes described herein will serve proper and appropriate public purposes; and

WHEREAS, the Board has full power under its constitutional authority for supervision of the University, and control and direction of expenditures from the University’s funds, to acquire, construct, furnish and equip the Projects, to refund the Bonds to be Refunded, if any, and to issue the Bonds to provide funds to pay all or a portion of the costs of the Projects and to pay all or part of the costs of refunding the Bonds to be Refunded, if any, and to pledge General Revenues for payment of the Bonds, as provided for herein.

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

1. The Board hereby approves the definition of the term “Projects” as set forth in Exhibit A attached hereto, and authorizes the Authorized Officers, or either of them individually, to determine the components of the Projects to be financed, in whole or in part, from the proceeds of the Bonds, and to determine the specific amount of the cost of each such component of the Projects to be financed from the proceeds of the Bonds, and to fund, as appropriate, the remaining costs of the Projects from other available funds. Subject to the Board’s policies regarding approval of capital projects, either Authorized Officer may subsequently approve additional capital projects of the University and specify that such additional capital projects shall be financed in whole or in part from the proceeds of the Bonds, upon which occurrence such capital projects shall thereupon become components of the Projects hereunder. The Board further approves the refunding of all or any portion of the Prior Bonds, and authorizes the Authorized Officers, or either of them, to select the portion of the Prior Bonds, if any, to constitute the Bonds to be Refunded, in order to produce interest or other cost savings or a more favorable debt service structure, to provide for more favorable terms or covenants, or to reduce or eliminate unfavorable covenants or restrictions applicable to the Prior Bonds, as shall be

determined by an Authorized Officer, and to fund, if deemed appropriate, a portion of the costs of the refunding from available funds of the Board and the balance of such costs from the proceeds of the Bonds, and to proceed with the refunding.

2. The Board hereby authorizes the issuance, execution and delivery of the Bonds of the Board, in one or more series, to be designated GENERAL REVENUE BONDS, with appropriate series designations, in the aggregate original principal amount to be established by an Authorized Officer, but not to exceed the aggregate principal amount necessary to produce proceeds of ONE HUNDRED SIXTY-ONE MILLION TWO HUNDRED FIFTY THOUSAND DOLLARS (\$161,250,000) for the payment of the costs of the Projects and for the payment of the costs of issuance of the Bonds, plus the amount necessary, if any, to accomplish the refunding of the Bonds to be Refunded and to pay costs related thereto, as determined by an Authorized Officer. The Bonds shall be dated as of the date or dates established by an Authorized Officer, and shall be issued for the purpose of providing funds which, together with other available funds, will be used to: (a) pay all or a portion of the costs of the Projects, including, if determined to be appropriate by an Authorized Officer, capitalized interest related to all or any portion of the Projects for a period specified by an Authorized Officer; (b) pay all or a portion of the costs of refunding the Bonds to be Refunded, if any; and (c) pay costs related to the issuance of the Bonds and the refunding, including the costs of bond insurance premiums, if an Authorized Officer determines such insurance to be appropriate. The Bonds shall be serial bonds or term bonds, which may be subject to redemption requirements, or both, as shall be established by an Authorized Officer, but the first maturity or mandatory redemption date of any Bonds shall be no earlier than November 1, 2023, and the final maturity date of any Bonds shall be not later than thirty-six (36) years from the date of issuance of such Bonds. The Bonds may be issued as federally tax-exempt bonds or as federally taxable bonds, or any combination thereof, as shall be determined by an Authorized Officer. The Bonds may bear interest at stated fixed rates for the respective maturities thereof as shall be established by an Authorized Officer, but the weighted average yield of the Bonds (computed using the stated coupons and the stated original offering price) shall not exceed 6.00% per annum for tax-exempt bonds and 9.00% per annum for taxable bonds. Alternatively, all or part of the Bonds may bear interest at a variable rate of interest for all or a portion of their term, determined on the basis of an index or a spread to an index or through market procedures, or both, and the variable rate of interest shall not exceed the lesser of 25% per annum, the maximum rate permitted by law or the maximum rate, if any, specified in the Trust Indenture. The Bonds may be subject to redemption or call for purchase prior to maturity at the times and at the prices (which may be expressed as a percentage of the principal amount being redeemed or be based on a "make-whole" formula, or both) as shall be established by an Authorized Officer. Interest on the Bonds shall be payable at such times as shall be specified by an Authorized Officer. The Bonds shall be issued in fully-registered form in the denominations, shall be payable as to principal and interest in the manner, shall be subject to transfer and exchange, and shall be executed and authenticated, and may be issued in book-entry-only form, all as shall be provided in the Trust Indenture. The Bonds shall be sold to the

Underwriter for a price to be established by an Authorized Officer (but the Underwriter's discount, exclusive of original issue discount, shall not exceed 1.00% of the principal amount thereof) plus accrued interest, if any, from the dated date of the Bonds to the date of delivery thereof.

Any or all of the Bonds may be made subject to tender for purchase at the option of the holder thereof or to mandatory tender for purchase. The obligation of the Board to purchase any Bonds subject to tender for purchase may be limited to remarketing proceeds of such Bonds, or may be made payable from General Revenues (as defined in Section 3 below), from available cash reserves of the University, subject to such limitations as may be specified in the Trust Indenture, or from, directly or as support for the cash reserves of the University, a letter of credit, line of credit, standby bond purchase agreement or other liquidity device, or one or more of the same, or any combination thereof (collectively, the "Liquidity Device"), all as shall be determined by an Authorized Officer. Any reimbursement obligation for draws under the Liquidity Device shall be a limited and not a general obligation of the Board, payable from, and may be secured by a pledge of, General Revenues. Each Authorized Officer is individually authorized to execute and deliver at any time, for and on behalf of the Board, any agreements or instruments necessary to obtain, maintain, renew or replace, and provide for repayments under, any Liquidity Device deemed by such officer to be required for the purposes of this Resolution.

In relation to the debt service on all or any portion of the Bonds, or in relation to debt service on all or any portion of the Prior Bonds, either Authorized Officer may, at any time, on behalf of and as the act of the Board, enter into or modify an interest rate swap, cap, forward starting swap, option, swaption, rate lock or similar agreement or agreements (collectively, the "Swap Agreement") with a counterparty or counterparties selected or to be selected by the Authorized Officer. Such Swap Agreement shall provide for payments between the Board and the counterparty related to interest on all or any portion of the Bonds or the Prior Bonds, at indexed or market established rates. If the Swap Agreement is entered into at approximately the same time as the issuance of the Bonds and is related to the Bonds, the expected effective interest rates on the Bonds to which the Swap Agreement relates, taking into account the effect of the Swap Agreement, shall be within the limitations set forth herein. Any Swap Agreement may, if determined necessary or appropriate by an Authorized Officer, be subsequently terminated, in whole or in part, which may result in termination payments due by the Board. Any such required termination payments and other costs of termination may be funded from available funds of the Board or the proceeds of the Bonds or other indebtedness of the Board, as shall be determined by an Authorized Officer.

3. The Bonds, and the obligations of the Board under any Swap Agreement or Liquidity Device, if either or both is entered into, shall be limited and not general obligations of the Board, payable from and, except as provided below in this Section 3, secured by a lien on, the General Revenues of the Board (as shall be defined in the Trust Indenture in a manner generally consistent with the definition thereof contained in the trust indentures pursuant to which the Prior Bonds were issued). For the avoidance of

doubt, General Revenues do not include "Gross Revenues" of the University's housing facilities that are controlled and operated by Corvias Campus Living - WSU, LLC or its successors, as concessionaire (the "Concessionaire"), under that certain Service Concession Agreement for the Operation and Management of Student Housing, dated November 30, 2017, as the same may be supplemented or amended from time to time (the "Concession Agreement"), between the Board and the Concessionaire, and which "Gross Revenues" the Concessionaire has the right to receive and retain under the Concession Agreement. Except as otherwise determined by an Authorized Officer, as provided below in this Section 3, the lien on General Revenues securing the Bonds, the Swap Agreement and the Liquidity Device, if any, shall be on a parity basis with the liens on General Revenues securing the Prior Bonds and other previously issued obligations of the Board secured by a first lien on General Revenues. The Bonds, and the obligations of the Board under the Swap Agreement, if any, and the Liquidity Device, if any, may also be payable from and secured by a lien on moneys, securities or other investments from time to time on deposit in certain funds created pursuant to the Trust Indenture or the agreements entered into in connection with the Swap Agreement or Liquidity Device.

No recourse shall be had for the payment of the principal amount of or interest or premium on the Bonds, or for the payment of any amounts owing under the Swap Agreement, if any, or the Liquidity Device, if any, or for any claim based thereon, against the State of Michigan, or any member or agent of the Board (including, without limitation, any officer or employee of the University), as individuals, either directly or indirectly, nor, except as specifically provided in the Trust Indenture or the agreements entered into in connection with the Swap Agreement, if any, or the Liquidity Device, if any, against the Board, nor shall the Bonds and interest and premium with respect thereto, or any obligations of the Board in connection with the Swap Agreement, if any, or the Liquidity Device, if any, become a lien on or be secured by any property, real, personal or mixed, of the State of Michigan or the Board, other than the General Revenues and the moneys, securities or other investments from time to time on deposit in certain funds established as pledged pursuant to the Trust Indenture or pursuant to the agreements entered into in connection with the Swap Agreement, if any, or the Liquidity Device, if any.

Any pledge of General Revenues, and funds specified in the Trust Indenture or in agreements entered into in connection with the Swap Agreement, if any, or Liquidity Device, if any, shall be valid and binding from the date of the issuance and delivery of the Bonds or such agreements, and all moneys or properties subject thereto that 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.

Notwithstanding anything herein to the contrary, any obligations of the Board under the Swap Agreement or the Liquidity Device may, if determined appropriate by an Authorized Officer, be payable and secured on a subordinated basis to the Bonds and other General Revenue obligations of the Board or may be payable from General Revenues but be unsecured.

4. The right is reserved to issue additional bonds, notes or other obligations payable from General Revenues and secured on a parity or subordinated basis with the Bonds, the Prior Bonds and other obligations of the Board so secured by a lien on General Revenues, upon compliance with the terms and conditions therefor as shall be set forth in the Trust Indenture.

5. Either Authorized Officer is hereby authorized and directed, in the name and on behalf of the Board, and as its corporate act and deed, to select the Trustee, and to negotiate, execute and deliver the Trust Indenture in the form as an Authorized Officer may approve upon recommendation of legal counsel, which approval shall be conclusively evidenced by the execution of the Trust Indenture by an Authorized Officer. The Trust Indenture may contain such covenants on behalf of the Board and terms as either Authorized Officer deems appropriate, including, but not limited to, covenants with respect to the establishment of General Revenues at levels expressed as a percentage of debt service on the Bonds or all General Revenue obligations of the Board, and with respect to the issuance of additional bonds, notes or other obligations payable from and secured by General Revenues. In addition, either Authorized Officer is hereby authorized, empowered and directed to negotiate, if deemed appropriate by an Authorized Officer in connection with the issuance of the Bonds, for the acquisition of bond insurance and to execute and deliver an insurance commitment or other documents or instruments required in connection with such insurance.

6. Either Authorized Officer is hereby authorized and directed, in the name and on behalf of the Board, and as its corporate act and deed, to select the Underwriter and to negotiate, execute and deliver the Bond Purchase Agreement with the Underwriter setting forth the terms of the Bonds and the sale thereof, and containing such other covenants and agreements of the Board as may be required by the Underwriter in connection therewith, in the form as an Authorized Officer may approve, all within the limitations set forth herein. Either Authorized Officer is further individually authorized and directed, in the name and on behalf of the Board and as its corporate act and deed, to negotiate, execute and deliver the Remarketing Agreement, if any, with the Underwriter or other remarketing agent selected by the Authorized Officer.

7. Either Authorized Officer is hereby authorized, empowered and directed, in the name and on behalf of the Board, and as its corporate act and deed, to execute the Bonds by manual or facsimile signature, and to deliver the Bonds to the Underwriter in exchange for the purchase price therefor.

8. Either Authorized Officer is authorized to solicit ratings on the Bonds from any national rating services that the Authorized Officer deems appropriate and to cause the preparation of a Preliminary Official Statement and an Official Statement with respect

to each series of the Bonds, to deem such official statements "final" in accordance with applicable law, and to execute and deliver the Official Statements. Either Authorized Officer, or the Underwriter or the University's financial advisor, as appropriate, is authorized to circulate and use, in accordance with applicable law, the Preliminary Official Statements and the Official Statements in connection with the offering, marketing and sale of the Bonds.

9. Each Authorized Officer, the Secretary to the Board, and any other appropriate officer or representative of the Board or the University are each hereby authorized to perform all acts and deeds and to execute and deliver, for and on behalf of the Board, all instruments and documents required by this Resolution, the Trust Indenture, the Bond Purchase Agreement, the Remarketing Agreement, the Swap Agreement and the Liquidity Device, or necessary, expedient and proper in connection with the issuance, sale and delivery of the Bonds, as contemplated hereby, including, if deemed appropriate, one or more escrow deposit agreements with an escrow agent to be selected by an Authorized Officer as may be necessary to accomplish the refunding of the Bonds to be Refunded. Either Authorized Officer is authorized to designate and empower the escrow agent to subscribe for United States Treasury Securities - State and Local Government Series, on behalf of the Board, as may be necessary in connection with any refunding authorized hereby. Either Authorized Officer is further authorized to execute and deliver all instruments and documents for and on behalf of the Board or the University, and to take all actions, required, necessary or appropriate for the ongoing administration or operation of the financing program represented by the Bonds, the Trust Indenture, the Bond Purchase Agreement, the Remarketing Agreement, the Swap Agreement and the Liquidity Device. Any action required under the Trust Indenture, the Bond Purchase Agreement, the Remarketing Agreement, the Swap Agreement or the Liquidity Device or any other instrument related to the Bonds, and any action necessary or appropriate in connection with the ongoing administration of the financing program authorized hereby, may be taken by and on behalf of the Board by an Authorized Officer. Any reference to an officer of the Board or the University herein shall include any interim or acting officer occupying such position or having been assigned all or a portion of the functions of such position.

10. In accordance with the requirements of Rule 15c2-12 of the United States Securities and Exchange Commission, the Board may be required in connection with the issuance of the Bonds to enter into one or more continuing disclosure undertakings for the benefit of the holders and beneficial owners of the Bonds. Either Authorized Officer is authorized to cause to be prepared and to execute and deliver, on behalf of the Board, the continuing disclosure undertakings.

11. Either Authorized Officer is hereby authorized and delegated the power to execute, on behalf of the Board, one or more declarations of intent to reimburse the University from Bond proceeds for any expenditures with respect to the Projects incurred prior to the issuance of the Bonds, and for future projects to be funded with the proceeds of future bond issues, all in accordance with U.S. Treasury Regulation § 1.150-2. Any and all actions of an Authorized officer previously taken in connection with the execution of such declarations of intent are hereby ratified and confirmed.

12. The public hearing on the issuance of the Bonds to finance the component of the Projects described in Category I of Exhibit A attached hereto (the "Health Sciences Project"), as conducted by an officer of the University on January 6, 2023, and the prior posting of notice of the public hearing, all in accordance with and as required by Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"), is hereby approved, ratified and confirmed. The Board hereby approves, in accordance with Section 147(f) of the Code, the issuance of the Bonds to finance a portion of the costs of the Health Sciences Project in the aggregate principal amount of not to exceed \$150,000,000.

13. Any resolutions or parts of resolutions or other proceedings of the Board in conflict herewith are hereby repealed insofar as such conflict exists.

EXHIBIT A - PROJECTS

The Projects, as that term is used in the Resolution to which this Exhibit A is attached, consists of the capital projects set forth below:

Category I

Acquisition, construction, renovation, furnishing and equipping of a health sciences education and cancer research facility, including instructional spaces, lab facilities, offices, and education and outreach departments.

Category II

Construction, furnishing and equipping of a new building for the Wayne State University Law School (partial funding supplement).

Renovation, furnishing and equipping of the Undergraduate Library.

Various improvements to campus facilities, sites and infrastructure, including, but not limited to: roof replacements; elevator and HVAC systems upgrades; and road,

**PERSONNEL RECOMMENDATION FOR SENIOR ADMINISTRATIVE APPOINTMENT
- DEAN OF THE COLLEGE OF EDUCATION**

President M. Roy Wilson and Provost Mark Kornbluh recommended the appointment of Dr. Denise M. Taliaferro Baszile as Dean of the College of Education. This appointment is for a five-year term, effective July 1, 2023. Provost Kornbluh provided a brief overview of Dr. Baszile's background and experience, indicating that she is an experienced academic leader and a widely respected educational researcher. She currently serves as Associate Dean of Diversity and Student Experience in the College of Education, Health, and Society at Miami University, and served as interim Dean of that College in the past. On a personal note, Dr. Taliaferro grew up in Detroit, is deeply knowledgeable about our city and region, and is committed to Wayne State's mission and values.

ACTION: Upon motion made by Governor Atkinson, and supported by Governor Land, the Board of Governors approved the appointment of Dr. Denise M. Taliaferro Baszile as Dean of the College of Education. This appointment is for a five-year term, effective July 1, 2023. The motion carried.

PRESIDENT'S REPORT

President Wilson began his report by addressing campus preparedness in the wake of the shootings at Michigan State. The day after the tragedy, he asked the crisis management team to schedule a discussion of this important issue and how students should be supported in the aftermath of the incident.

The counseling and psychological services team and the employee assistance program were quickly available to provide support and the Wayne State Police Department immediately communicated to campus and stepped up its presence and visibility. The campus community, led by Wayne State students, conducted a vigil in memory of the students who were killed and injured. The crisis team immediately began assessment to see if readiness could be improved. The President then encouraged the community to visit wayne.edu/safety to learn more. He lauded the professional and highly trained Police Department under the leadership of Chief Tony Holt for going above and beyond to keep the campus and surrounding community safe. The crisis management team and the President will be holding a 10:00 a.m. March 9th Town Hall to share information on preparedness and answer questions. Parents and members of the community have been invited to join the call at wayne.edu/live.

The president noted that the Wayne State Police Department, in collaboration with the FBI, Homeland Security and the Detroit, Wayne County and Michigan State Police forces, often conducts active and evolving active shooter training. The crisis team regularly practices crisis simulations of all kinds with the participation of the police force and these simulations include representation from across campus. He advised that since the Michigan State tragedy, there will be a deeper dive into technological support to help keep our community safe, to be discussed in more detail at the Town Hall. He expressed confidence knowing that campus safety is always top priority and the most important measure used to make decisions.

Next, he acknowledged the sad passing of Margaret Acheson Allesee, "Maggie", who turned 94 on January 27, 2023. She was a founding and long-standing member of the Wayne State University Foundation Board, and the namesake of the Maggie Allesee Department of Theatre and Dance in acknowledgement of her generous philanthropic support. Her personal attendance at many performances over the years, especially for dance, was an inspiration. Prior to his passing in 2020, her husband Robert Allesee, "Bob Allison", who passed away in March of 2020, supported and participated in numerous nonprofit organizations in the region. The President added that the passing of the late great Gretchen Carhartt Valade, who died Dec. 30 at the age of 97 meant that both women will be missed at the opening of the new Gateway Theatre. He noted that their names, spirit and dedication to the arts in Detroit will forever be linked with the new Cultural Center in Detroit, and the Wayne State community is grateful for their support over the years.

On February 27, State of Michigan officials, including Lieutenant Governor Garland Gilchrist, held a news conference in the University's Integrative Biosciences Center (IBio) building to share the final report of the Michigan Coronavirus Task Force on Racial Disparities. The President served on the task force at the request of Governor Gretchen Whitmer. He thanked Governor Barnhill for providing welcoming remarks and talking about Wayne State's contributions. The task force and Michigan's unique approach and aggressive investments helped the state outperform the nation in addressing COVID-19 racial disparities and virtually eliminate the racial disparity in deaths caused by COVID-19.

A key component of the task force's success was the Wayne Health Mobile Health unit program which brought COVID testing and vaccinations to thousands of Michiganders and those in marginalized communities with influenza and other immunizations, high blood pressure, diabetes, cholesterol and kidney disease screenings, HIV and hepatitis testing, lead testing and Women's Health services. The program was conceived by Dr. Philip Levy of the Wayne State School of Medicine. He noted that a proposed \$6.1 million appropriation from the state of Michigan, Wayne State and Wayne Health will be positioned to proactively build upon this momentum using the mobile health fleet to conduct additional outreach in communities that have long suffered from health inequities.

Next, he discussed the Wayne State tuition guarantee. Governor Whitmer and other leaders will join the University on Monday, March 13th at 10:00 a.m. to announce the new Wayne State tuition guarantee in partnership with the Michigan Achievement Scholarship. Financial aid programs would be expanded to include the state guarantee and provide tuition assistance for eligible students so they would incur no out of pocket expenses. The Wayne State guarantee is open to all Michigan residents whose families earn less than \$70,000 and have less than \$50,000 in assets.

Advanced Placement Day is returning for the first time since 2019 on Tuesday, March 14th with more than 700 area high school students expected to attend. The 19th annual event is designed to provide a glimpse into college life. There will be campus tours and lunch, and nearly 40 faculty from 14 different disciplines will participate in the lecture portion of the day. AP Day rewards high academic achievement students. Almost 70% of

attendees are freshmen, sophomores and juniors who are just beginning their college search process.

The president concluded his report with athletics, noting that the fencing teams will have individuals competing at the NCAA Midwest Regional on March 7th at Northwestern and the NCAA Finals are at Duke later in March. The total participation in intramural sports grew to 355 students with 99 total teams. Club sports also grew to total participation of 189 students, which is the highest number in the history of college sports at Wayne State University.

BOARD CHAIR'S REPORT

Governor Gaffney gave a brief report on the presidential search. He noted that the resumes are coming into WittKieffer, the search firm, and being reviewed by the committee. The search committee meets next on March 29th for discussion on the applications and next steps. Following in-person interviews in April, the committee will forward its names to the Board. The Board expect to complete its considerations in May, with the expectation that the new individual would begin August 1st.

He advised that all members of the Board will attend the April 2-4 annual meeting of the Association of Governing Boards in San Diego, California. He concluded with thanks to the community for attending the successful March 7th formal swearing in and recognition ceremony for Governors Atkinson, Land, Kelly and Stancato.

SPECIAL TOPIC: UPDATE ON WDET

President Wilson called on VP Wright to introduce the special topic for today's Board meeting, an update on WDET. VP Wright thanked the board members and the President for their ongoing support of WDET and introduced Mary Zatina, General Manager of WDET, for the presentation. Ms. Zatina began by thanking the community for their ongoing support.

WDET began operating in 1949; it was then owned by the United Auto workers. In 1952, the UAW sold WDET Wayne State University for \$1, and a promise that the university would operate the station in the public good. The station broadcasts a large assortment of original local programming and a hybrid format of music, news and public affairs. The eclectic mix makes it difficult to market to a single audience. The biggest challenge for WDET is that the AM/FM radio listening audience has significantly declined. Listeners have more choices of audio and content and are not bound by geographic limits.

The station has adapted to these trends with strong over-air or what is referred to as a terrestrial audience and digital presence expansion. The WDET signal can be heard in about 80 miles in every direction from the transmitter and tower located on Canfield between Cass and Woodward and its digital reach is global.

WDET has audience members in every state and more than 104,000 unique individuals listen to WDET each week. The digital presence has been expanded, and more than 1.1

million people visited the station's website last year. The social media presence is robust with over 3 million impressions last year with frequently downloaded podcasts; approximately 4000 people use the free mobile app.

More than half of WDET's annual revenue comes from donors, who are integral to the bottom line. According to the Wayne State Development office, there are 26,000 donors that contribute to the station, and membership counts have held stable. Listeners are regularly engaged directly with sold out events including comedy shows and WDET participation in local community events such as Noel Night, and the WSU Farmers Market.

The public service mission includes helping other nonprofit organizations achieve their missions and WDET elevates other nonprofit news organizations, emerging musicians, museums and public policy organizations. WDET was named the Public Radio Station of the Year by the Michigan Association of Broadcasters for 2021 and received the prestigious Edward R. Murrow Award for Excellence in Innovation for COVID coverage.

WDET broadcasts the Detroit Jazz Festival, the Concert of Colors, and features dozens of live performances in the WDET studios. In 2022, 400,000 WDET podcasts were downloaded. WDET entered into the podcast fee for service world and won a bid to create an 8-episode podcast for the Ralph C. Wilson Jr. Foundation on the topic of workforce development, which will be published this summer. The Detroit Radio Information Service, DRIS, is a reading service for the blind and visually impaired. Volunteers include WSU Secretary and Vice President Julie Miller who visits the station and reads the local papers, the national newspapers, books, and periodicals. The service is now available to anyone in the world via live stream at [WDET.org/drifts](https://wDET.org/drifts).

To increase the number of journalists within communities of color and improve representation at all levels of radio and journalism, WDET offers paid internships. With the revamped program, applications have increased 70% and the station has a record-breaking 18 interns, 13 professional WDET coaches and increases in African American and biracial applicants, with a cost of more than \$200,000 a year. The future goal is to endow the internship program. Ms. Zatina provided a brief overview of anticipated revenue and expenses for the station. Sources include \$1.7 million from businesses, corporations, and foundations, funds from the grant from the Corporation for Public Broadcasting, \$648 from in-kind services and \$400,000 from events and fee for service work and on-air fundraisers.

Looking at expenses, 74% of the expense budget is for people, mostly those who create the content. Content is also purchased, with an annual cost of approximately \$550,000 for content from NPR and American public radio. Other fees include items such as the cost of premiums and fundraising costs.

WDET has one of the most diverse professional staff of any media entity in the region. The 70 member staff excels with limited resources, difficult conditions, and still produces first rate products and services that focus on community engagement and growth.

A lot of work is underway to grow their audience, some of which was lost when people stopped driving to work during COVID. A stellar 75th anniversary celebration is planned next year, the Tiny Desk contest is coming up, and the station will do everything it can to make sure the national winner comes from metro Detroit. There are 38 entries thus far for emerging musicians and there are plans for a series of local events to showcase local talent in the community.

Mary Wilson has donated her vintage Dodge Custom 880 through her car donation program, and it will be raffled off later this year, beginning in April. The car has only been owned by two people. Horace Dodge, whose father designed the car, and Ralph C Wilson, when he bought it for his then girlfriend. Ms. Zatina advised that WDET will also be active at the Mackinac Policy Conference, the Concert of Colors, the Jazz Fest, Noel Night, and other community events, and will of course be holding a spring fundraiser. Following the conclusion of her presentation, Governor Kelly offered her congratulations to Ms. Zatina for the work she has undertaken to grow and improve the station.

SPECIAL PRESENTATION

President Wilson asked the Board for a change in the order of the agenda, so that a planned presentation by several student groups could occur next.

Provost Kornbluh introduced Brandon Shamoun, Assistant Director of Student Involvement in the Dean of Student Office, for an overview of the presentation. Mr. Shamoun then introduced the student organizations whose members will perform a progressive dance in African American black culture that is characterized by synchronized hand foot movements, along with singing, dancing, chanting and acting, referred to as Stepping. Mr. Shamoun provided some historical background, advising that in the early 1900s, the inception of Black Greek organizations, four sororities and five fraternities that comprised of the National Pan-Hellenic Council Inc. (NPHC), (Wayne State has all nine organizations), changed stepping into the style that many recognize today. Stepping been popularized by NPHC organization members who give tributes to their historically Greek letter organization and also perform at local and national competitions. Stepping has been become popular among the Greek lettered organizations to show spirit and pride in the fraternity or sorority. The most popular step routines have been passed down and many are still used and housed in each fraternities and sororities' archives.

Mr. Shamoun then introduced the 5 student organizations represented this afternoon, which included Alpha Kappa Alpha sorority, Inc., Beta Mu Chapter. Kappa Alpha Phi fraternity, Inc., Alpha Beta chapter. Phi Beta Sigma fraternity, Inc., Gamma Iota chapter, Zeta Phi Beta sorority Inc., Theta Delta chapter and Sigma Gamma Rho sorority, Inc., Alpha Eta chapter, the latter 3 of which will give performances today. Mr. Shamoun added that on Friday of this week the annual Zeta Phi Beta sorority Inc. Theta Delta's annual Black Attieberry step show will take place. This is an annual campus tradition returning for the first time since the pandemic.

The student performers and their respective chapters are as follows:

From the Phi Beta Sigma Fraternity, Inc. (Gamma Iota chapter): Miles Mclaurin, Nolan Myles, Chris James

From the Zeta Phi Beta Sorority, Inc. (Theta Delta chapter): Alanna Williams, Bethany Owens

From the Sigma Gamma Rho Sorority, Inc. (Alpha Eta chapter): Ma'Taila Willis, India Pleasant

Following the student performances, the president and the board thanked all of the students for presenting their skillful step routines.

BOARD COMMITTEE REPORTS

The President reported that three of the Board's standing committees met during the morning session, the Budget and Finance Committee, the Student Affairs Committee and the Academic Affairs Committee; the Executive Committee met earlier in the afternoon. He called on each of the Committee chairs for a report.

Executive Committee

Governor Gaffney offered some brief comments, praising the \$100 million from the state of Michigan for a new building, Mary Zatina for her presentation and the student singers and dancers. He advised that the Executive committee is beginning to work on the presidential transition. The Executive Committee received an update on campus safety, and work continues on Governor Barnhill's committee on strategic policy discussions. There are now metrics to measure student, enrollment and board successes, and thanked Vice President Ezzeddine, Provost Kornbluh and their teams for their work in this area.

Academic Affairs Committee

Governor Stancato advised that the committee heard a presentation from the Dean of the Medical School, Dean Sakr, who provided an update on the School's activities occurring at the School of Medicine and gave a description of the student body and programs underway to support it. He also provided an overview of some of the School's research and initiatives and discussed plans that they have for the site visit of their accrediting agency. Action items approved by the committee included the establishment of two new programs, the discontinuance of three programs and a program name change.

Budget and Finance Committee

Governor Barnhill advised that the committee considered several important issues and informational reports including a grant for \$100 million in capital funding from the state of Michigan and a proposal to sell bonds. Several capital projects were reviewed and approved by the committee, including several cooling and systems projects, updates to elevators, parking structure 5 and the STEM Innovation Center, and improvements to the exterior of the Freer house.

The committee also reviewed 3 informational reports including the five-year Capital Renewal Plan, the major capital project summary of work currently underway and the

quarterly purchasing exceptions report. There were no requests for transfers from the contingency reserve.

Student Affairs Committee

Governor Kelly reported that the committee met and heard an integrated and detailed presentation from Provost Mark Kornbluh, Vice President Ahmad Ezzeddine and the leadership team in the Provost Office on the various initiatives planned for the launch of the new academic year this fall. Several academic student services and social activities and events are planned for this summer, including a week of festivities that begin on August 24th called Fall Opening. The academic convocation and a festival for students and their families will take place on Sunday, August 27th. More student success activities will continue into the first weeks of classes and will be integrated in the Student Academic Experience.

President Wilson thanked the committee chairs for their reports.

CENTER FOR LATINO, LATINA AND LATIN AMERICAN STUDIES CHARTER RENEWAL

President Wilson called on Provost Kornbluh for background on this request for renewal. Provost Kornbluh noted that the charter renewal process is set by board regulation, and gave a synopsis of the process. The center did a self-study. The self-study was sent to a faculty committee for review, and the committee's suggestions went to Academic Senate and the Senate's Policy Committee, which both endorsed them. The Senate then sent their recommendation to renew the charter to President Wilson and the Provost, and the final action is now before the Board. Provost Kornbluh noted that this action was unanimously endorsed by the Policy Committee, and it is a truly a pleasure to recommend renewal for this Charter.

ACTION: Upon motion made by Governor Barnhill and supported by Governor Stancato, the Board of Governors renewed the charter for the Center for Latino/a and Latin American Studies (CLLAS) through January 31, 2029, as recommended by the Center and Institute Advisory Committee-I (CIAC-I). The Provost concurs with this six-year charter renewal recommendation, as does the Policy Committee of the Academic Senate. The motion carried.

RECOMMENDATIONS AND REPORTS FROM THE UNIVERSITY ADMINISTRATION

President Wilson called on members of his administration for divisional reports and asked whether or not they had anything to add or highlight to the written materials provided to the Board.

Academic Affairs Report: Update from the Provost

Provost Kornbluh had no further updates.

Government and Community Affairs Report

VP Lindsey advised that the Urban League of Detroit and Southeast Michigan has named Governor Shirley Stancato as a Distinguished Warrior. She will be recognized on the 23rd of March, at the organization's annual dinner. This very prestigious award is only given to a select few over the years and Governor Stancato is a very worthy recipient. VP Lindsey also advised that Associate Vice President Carolyn Hafner has been selected as a Michigan Chronicle's Woman of Excellence, one of a number of women who received that honor and the third straight Wayne State Warrior to receive it, including Stacie Clayton, Director of Community Affairs.

Economic Development Report

VP Staebler was absent.

Report on Waivers Approved to Board Satute 2.41.01.140

VP Stemmler advised that research expenditures have gone up by 3%, which will lead to a better national ranking, and that translates throughout the entire university.

Development and Alumni Affairs Report

President Wilson welcomed VP Ripple to the first meeting after a long absence. VP Ripple noted that it was good to be back at Wayne State University.

Establishment of Endowment Funds

Vice President Ripple submitted a recommendation to establish endowments, which included information about the donor and the purpose of the endowment. The following action was taken.

ACTION: Upon motion made by Governor Busuito and supported by Governor Land, the Board of Governors established endowment funds that total \$977,000.00 for the purposes presented. The motion carried.

ESTABLISHMENT OF ENDOWMENTS

	It is recommended that the Board of Governors approve the establishment of endowments as listed below.	ENDOWMENT AMOUNT
1.	<p>THOMAS A. AND DIANE M. ANTISHIN ENDOWED SCHOLARSHIP</p> <p>This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students financing their education in the Mike Ilitch School of Business with a generous pledge of \$25,000.00 from Thomas A. Antishin and Diane M. Antishin.</p>	\$25,000.00
2.	<p>DON R. CASTLEMAN ENDOWED SCHOLARSHIP</p> <p>This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students financing their education in the Mike Ilitch School of Business with a generous pledge of \$150,000.00 from Don R. Castleman.</p>	\$150,000.00
3.	<p>JAMES CHENEY ELECTRICAL ENGINEERING MEMORIAL ENDOWED SCHOLARSHIP</p> <p>This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students financing their education in the College of Engineering with a generous gift of \$25,000 from Judith Chaney.</p>	\$25,000.00

ESTABLISHMENT OF ENDOWMENTS

	It is recommended that the Board of Governors approve the establishment of endowments as listed below.	ENDOWMENT AMOUNT
4.	<p>HORST AND INGRID DAEMMRICH FUND FOR JYM STUDENT RESEARCH AND INTERNSHIPS</p> <p>This endowed support fund is established to provide support for students in the Junior Year in Munich Program for expenses associated with research, creative projects or internships with a generous pledge of \$52,000.00 from Arthur Daemmrigh and JoAnna Daemmrigh.</p>	\$52,000.00
5.	<p>JIM & SHIRLEY KING ECE ENDOWED SUPPORT FUND</p> <p>This endowed support fund is established to provide support for the Department of Electrical and Computer Engineering, in the College of Engineering with a generous pledge of \$25,000.00 from James B. King and Shirley M. King.</p>	\$25,000.00
6.	<p>LINDA FORD LANE ENDOWED SCHOLARSHIP FUND</p> <p>This endowed scholarship fund is established to recognize scholastic achievement, encourage continued progress, and provide assistance to students financing their education in the Eugene Applebaum College of Pharmacy and Health Sciences with a generous pledge of \$500,000.00 from an anonymous donor.</p>	\$500,000.00

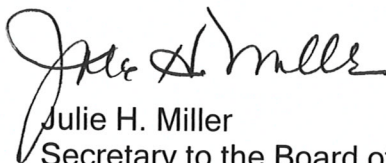
ESTABLISHMENT OF ENDOWMENTS

	It is recommended that the Board of Governors approve the establishment of endowments as listed below.	ENDOWMENT AMOUNT
7.	ARLENE E. STEARNS ENDOWED SUPPORT FUND FOR PEDIATRIC OPHTHALMOLOGY This endowed support fund is established to provide support for training, research and other expenses related to Pediatric Ophthalmology in the School of Medicine through a generous bequest of \$200,000.00 from Arlene E. Stearns Revocable Trust. <ul style="list-style-type: none">• 061311-6016SC corpus• 477885-2933L beneficiary	\$200,000.00
	Total	\$977,000.00

Adjournment

There being no further business, the meeting adjourned at 4:56 p.m.

Respectfully submitted,



Julie H. Miller
Secretary to the Board of Governors

Full statement of José Cuello:

José Cuello
Presentation to the Board of Governors of Wayne State University
Wednesday, March 8, 2023

Introduction: To Seek a Visionary, Transformational President

Thank you for the privilege
of addressing you
as an emeritus faculty
of History and Latin American Studies.

I am making a personal appearance
to add a human personality
to the comprehensive proposal
that I have submitted to you in writing
for the selection of a visionary,
transformational, individual to succeed
President Roy M. Wilson.

Before I start my presentation,
I want to acknowledge the important role
that Julie Hearshen Miller had played in stabilizing
the organization of the board's business since 2001.
She is invisible to many on the campus
because she is a highly skilled professional,
a proud graduate of Wayne State University.
She has served in the Upper Administration for over 40 years.
Her excellent career profile was recognized by our university in 2016
when she was awarded the additional title of Vice President.
Thank you, Julie.

A Modest Proposal for a Transformational University

I will only present you with a brief abstract of my proposal
and spend the rest of my time explaining
why you can be a transformational board.
I believe this is a challenge that you welcome.

I have analyzed Wayne State
as an institutional system since 1989.
My proposal consists of eight dynamic,
interactive transformations
that must be achieved together

in order to create a transformational university.

A visionary president cannot transform the university all by herself or himself.

You, the board of governors, are ready to assume an active transformational partnership with the next president.

Together you can unite the diverse groups that make up the university into a transformational community.

The most important transformation that Wayne State University can experience is to become a fully Green, environmental university.

Every other transformation is keyed to this one.

Wayne State University can also become a truly diverse and global institution with deeper interconnections to the local community that surrounds it. It can streamline and democratize its administration. It can create a wellness campus environment. It can teach critical thinking and ethical citizenship in care of the common good.

A transformational Wayne State University will attract the funding, students and networks to make it a leader in social change and environmental justice.

My proposal for a Green Wayne State University has been validated by the recent formation of the University Climate Change Coalition (UC3). It has 23 members in the United States, Canada and Mexico. The Midwest chapter includes UofM-Ann Arbor.

My proposal is a substantive action plan to realize the aspirations of your Strategic Plan for 2022-2017, *Our Moment in Time*.

My proposal's table of contents can serve
as guide for the interviews you will make.
The process of global institutional transformation
is rapid, but still in the early stages.
Wayne State University can catch up
with the growing crowd
and lead it.

Two Transformational Presidents Since 1982 and Seeking a Third

You have only two models of a transformational president in the last 43 years.

One was President David Adamany (1982-1997),
the *Urban Mission President*
who developed a massive commitment to uplifting Detroit.

The other is President Roy M. Wilson.
He is the *Diversity President*
who has also professionalized the Upper Administration
and has won national recognition
for raising student retention rates dramatically.
With the Wayne State (Tuition) Guarantee,
he has also become the president
of Michigan's *Social Mobility University*.

The next transformational leader
will be the *Environmental President*.

President Wilson has set the foundations
for the Board of Governors to *Aim Higher*.

He hired the right vice presidents as provosts.
Former Provost Keith Whitfield
and current Provost Mark Kornbluh
have implemented President Wilson's agenda
with their own powerful humanity.

The Transformational Members of the Board of Governors

You, the governors of Wayne State University,
are highly skilled and experienced individuals
in an impressive diversity of civic service roles.
Any university in the country would be proud
to have a board of governors like you.

Governor Marilyn Kelly,
congratulations on your re-election!

Your position as Distinguished Jurist in Residence and Distinguished Alumni professor at the Wayne State University School of Law is more than well-deserved.

Your record as the former Chief Justice of the Michigan Supreme Court and your commitment to public education and social equity has been recognized by three Michigan universities with honorary doctor of law degrees.

You have endowed a scholarship for law students who take up careers in public service and access to justice. The ACLU of Michigan has recognized you with its lifetime achievement award.

Welcome Governor Danielle Atkinson!

You are the creator of a unique organization that has taken on a combination of social needs with a positive, uplifting approach.

Mothering Justice,
i.e., MAMA Love for Black Mothers.

Your energy and perspective will make a major contribution to the growing diversity, inclusiveness and equity at WSU.

Governor and Vice Chair Shirley Stancato, as past President and CEO of New Detroit, you have achieved a national stature that is reflected in the awards from the Congressional Black Caucus, the Anti-Defamation League, City Year Detroit, Crain Detroit Business, and the Detroit News Michigander of the Year. You have united diverse groups in common cause. The eight members of this board already reflects your philosophy.

Governor Bryan C. Barnhill II, you are highly awarded for your extensive innovative business, government and social service experience. You have already done the impossible. You orchestrated the write-in election of Mayor Michael Duggan.

Governor Dr. Michael Busuito, you have been a teaching and administrative force

at the Wayne State School of Medicine for decades.
You are miracle changer of the lives
of thousands of children throughout the world.
You co-founded and have actively participated
in Operation KINDNESS
(Kids In Need Deserve Necessary Essential Surgical Services).
You have been a model for your six children
who patriciate in community service.

Governor Dr. Anil Kumar,
you are a perfect role model
for Michigan's *Social Mobility University*.
You realized your American Dream
at the Wayne State School of Medicine
where you have played an important role in medical practice
and in teaching medical students and residents.
You have a commitment to healthcare and educational reform.
You, your wife and two sons
are an alumni organization all by yourselves.
Your eldest son has followed your lead
into the Wayne State School of Medicine.

Governor Terri Lynn Land,
former Secretary of State,
You know how run a big organization.
You are also an experienced elected official
who has focused her energies
on serving local communities.
You have served on so many community boards
that an award for board service
should be established in you name.

Governor and Chair Mark Gaffney,
you are the unique embodiment.
of a Renaissance labor activist.
I know of no other person in America
who has your broad experience
inside the Labor Movement
and teaches courses at a university.
You know how to run ships, trucks,
banks and major work-creation projects.
You know who makes their steel.
This board has already benefitted
from your guidance
as a transparent leader by persuasion,

In Conclusion

The old, heavily trafficked wisdoms still apply.
Insanity is doing the same thing over and over again
and expecting a different result.
Every challenge is an opportunity.
No pain, no gain.
What doesn't kill you makes you stronger.
If you are not part of the solution,
you are part of the problem.
To stand back while an injustice is committed
is itself a moral failing.
Be the agent of the change you want to see.
Fulfill The Dream.
Sí Se Puede!

Respectfully,

José Cuello

Emeritus Associate Professor of History
and LatinX, Latin American Studies (CLLAS)
Exceptional service awards from
Wayne State University President and Board of Governors
Latin Americans for Social and Economic Development (LA SED)
The Hispanic/Latino Commission of Michigan (HLCOM)
The Martin Luther King Taskforce of Southfield, Michigan

Postscript from a lowly Chinese fortune cookie:

Bravery is the capacity to perform properly
even when scared half to death.