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**WRIGHT STATE UNIVERSITY
BOARD OF TRUSTEES
OFFICIAL PROCEEDINGS OF THE
THREE HUNDRED AND FIFTY-NINTH MEETING**

February 11, 2019

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**WRIGHT STATE UNIVERSITY
BOARD OF TRUSTEES
OFFICIAL PROCEEDINGS OF THE
THREE HUNDRED AND FIFTY-NINTH MEETING**

February 11, 2019

I. CALL TO ORDER

The meeting of the Wright State University Board of Trustees was called to order by Mr. Douglas Fecher on Monday, February 11, 2019, 5:30 p.m., in the 2455 Presidential Drive First Floor Gallery Space. Mr. Larry Chan, secretary to the Board of Trustees, called the roll:

Present

Michael Bridges
Douglas Fecher
Sean Fitzpatrick
Anuj Goyal
Stephanie Green
Bruce Langos
William Montgomery
Grace Ramos
Austin Rains

Absent

C.D. Moore (Call in)

Mr. Fecher announced that the Board would be entering into an Executive Session shortly and it was anticipated that the Board would be returning to Public Session to potentially take a vote on a resolution. The audience was invited to wait in the Gallery Space for the conclusion of the Board's Special Executive Session.

II. CONFLICT OF INTEREST STATEMENT

Mr. Fecher read the Board's conflict of interest statement and asked to be notified should a conflict arise.

It is of utmost importance to ensure that all university decisions are free from any real or perceived conflicts of interest.

Therefore, please be mindful of all obligations with which you have been charged as a Trustee of Wright State University; and take the steps you deem appropriate to perform your duties fairly and impartially.

III. PROOF OF NOTICE OF MEETING

Mr. Fecher reported that the meeting was called by written notification and a quorum was present.

IV. ANNOUNCEMENTS

No announcements were offered.

V. EXECUTIVE SESSION

In accordance with the Ohio Open Meetings Law, the Board, after a majority of a quorum and by roll call vote, determined to hold a Special Executive Session by offering the following resolution:

RESOLUTION 19-43

RESOLVED that the Wright State University Board of Trustees agreed to hold a Special Executive Session on Monday, February 11, 2019, at 5:32 p.m. in the Double Bowler Conference Room, 2455 Presidential Drive; and be it further

RESOLVED that pursuant to the Ohio Revised Code 121.22 (G), the following issues may be discussed in Executive Session:

- Collective bargaining

Mr. Fecher moved for approval. Mr. Bridges seconded, and the motion was unanimously approved by roll call vote.

VI. RECESS

The Executive Session adjourned at 5:56 p.m.

VII. RECONVENE IN PUBLIC SESSION

The Wright State University Board of Trustees reconvened on Monday, February 11, 2019, 5:59 p.m., in the First Floor Gallery Space, 2455 Presidential Drive. Mr. Larry Chan called the roll.

Present

Michael Bridges
Douglas Fecher
Sean Fitzpatrick
Anuj Goyal
Stephanie Green
Bruce Langos
William Montgomery
Grace Ramos
Austin Rains

Absent

C.D. Moore

VIII. CHAIR'S COMMENTS

When the Board returned to Public Session, Mr. Fecher offered the following remarks.

“Tonight the Board of Trustees will consider a resolution to approve a Term Sheet addressing terms and conditions of employment for bargaining unit faculty members of the Wright State Chapter of the American Association of University Professors (AAUP). If the Board approves this resolution, it will move the University one step closer to ending the longest strike by university professors in Ohio history, pending a vote on successor contracts by the union membership.

I would like to take a moment to commend the hard work on both sides of this negotiation as each team worked to represent the interests of their constituencies throughout these negotiations.

The agreement we look to affirm this evening is the result of countless hours of meetings, correspondence, and talks between the parties. Meetings were often marathon affairs lasting more than eight hours at a time and sometimes well past midnight. Talks at times were difficult and contentious, but ultimately also helpful in having the parties listen and understand the perspectives on the opposite side of the table. Without doing that, a deal could not have been reached.

This agreement, if ratified on both sides, will help the University continue its path towards financial sustainability which was the primary goal of this Board of Trustees along with maintaining affordable student tuition rates. Although we did not always see eye to eye with our AAUP counterparts, we were finally able to craft a package that will help Wright State University save millions every year and return to financial health. We thank our union counterparts for working on that very important goal.

As difficult as this negotiation was, once this agreement is ratified the hard work will begin – hard work that will require all parties to set aside their differences and join together to build enrollment and revenue so that current and future students will always have an opportunity to experience the excellent teaching and research that have long been the hallmark of this institution. And in that hard work we will all have to really dig down deep and work together to get that job done.

In order to ensure cooperation and leadership during this next phase, all parties must absolutely put aside whatever animosities may remain, forgive any differences of opinion regarding what occurred and what may have been said during the negotiation period, and reach across the aisle, so to speak, to agree to work together to make Wright State University the best university it can be.

As I enter my final months as Chairman of the Board, I will pledge my efforts to

lead this Board in a spirit of reconciliation and renewal for our University. Our cooperative goal must be focused on our students and building a university that best serves their needs as they work towards the degrees that will lead to the accomplishment of their dreams in life.

I don't fool myself that this task will be easy. It won't be. But doing the work will be critical, and all parties must join together in a spirit of cooperation and shared interests if we are to ensure Wright State University never finds itself in this same place again.

So let me be clear. Now is the time to let the light shine on the possibilities of Wright State's future. The storm we have weathered together was more severe than anyone wanted, but that storm is now past and the promise of better days lies ahead.

With this agreement Wright State University is poised to move strongly forward as one university so long as that is the choice all on this campus decide to make. We really have no other choice – together we can finally put all that has happened behind us and move smartly in a beneficial future for us all.

I would like to make some comments towards our students. I would like to commend them. This issue was not of their making, it was not of their choice. They took a lot of the brunt of the work stoppage that occurred these last two or three weeks and they did not deserve it. They didn't deserve it. We, as a university, must do better in focusing on the needs of our students and we really need to thank the students that are on campus today as they went through these last three weeks. We will insure that we will do the best possible job for them to get them on track toward their degrees and put this episode behind them. I would again like to commend our students.”

IX. THE BOARD OF TRUSTEES TO APPROVE TERM SHEET SIGNED BY UNIVERSITY AND AAUP-WSU ON SUNDAY, FEBRUARY 10, 2019

Mr. Fecher presented the following resolution to the Board for their consideration.

**The Board of Trustees to Approve Term Sheet
Signed by University and AAUP-WSU
on Sunday, February 10, 2019**

RESOLUTION 19-44

WHEREAS, the University has been navigating recovery from a serious financial crisis that required it to address a \$30 million structural budget deficit and the exhaustion of \$130 million in reserves which took the University to the brink of

State fiscal watch;

WHEREAS, a portion of the University faculty are represented in a single bargaining unit by the Wright State University Chapter of the American Association of University Professors (“AAUP-WSU” or the “union”), whose most recent labor contracts with the University expired on June 30, 2017;

WHEREAS, to address the financial recovery the University sought to enter into new labor contracts with the union, and after bargaining to impasse with the union, including FMCS mediation and separate fact-finding mediation, the parties set out their last, best offers on the open contract issues to Fact-Finder David Stanton during a formal fact-finding hearing;

WHEREAS, Fact-Finder Stanton issued his report and recommendation, the University Board of Trustees, in an effort to bring the matter to a final resolution even though it did not receive all the relief that it was seeking, voted unanimously to adopt the Fact-Finder’s report, while the union rejected the report; therefore the parties yet again failed to reach any agreement to bring the matter to a close;

WHEREAS, the University elected to move forward with implementing the terms and conditions of its final proposals in order to allow the University to continue its central mission of serving its students, under which the faculty union members operated until a successor agreement has been reached with the union;

WHEREAS, the parties have recently engaged in numerous negotiation sessions to reach agreement on a successor agreement, which resulted in a term sheet that outlines a compromise of two consecutive labor contracts that will meet the needs of the University’s students and provide labor stability through two labor contracts that will be in effect through June 2023;

WHEREAS, the new agreements represent significant concessions from both parties and provides the University with short and long-term financial relief;

WHEREAS, the agreement allows the University to continue to provide a high-quality and affordable education;

WHEREAS, among other items, the new agreement brings all University employees, including AAUP-WSU members, into a unified healthcare plan allowing the University flexibility to address health insurance costs under the University’s existing health care plan that now covers all University employees equally;

WHEREAS, among other items, the new agreements address the University’s financial issues by providing reasonable but responsible compensation increases with 0% general salary increases, 0% minimum salary increases, and 0% merit pay increases from academic and fiscal years 2017 through 2021, and 2.5% general salary increases, .5% minimum salary increases, and 0% merit pay

increases for academic and fiscal year 2021-2022, and 2.5% general salary increases, .5% minimum salary increases, and 1% merit pay increases from academic and fiscal year 2022-2023;

WHEREAS, the resolution of other outstanding issues that were not yet tentatively agreed to in the prior rounds of negotiations is encompassed in the accompanying Term Sheet for Successor Contracts Effective February 10, 2019-June 30, 2020 and July 1, 2020-June 30, 2023 attached hereto as Exhibit A which sets forth the resolution of all outstanding issues including but, not limited to:

- Agreement to incorporate the tentatively agreed upon Articles and Appendices from the most recent negotiation process;
- Return to the provisions from the prior August 20, 2014 – June 30, 2017 labor contract in pertinent parts on retrenchment, workload, and merit pay;
- Providing the University the ability to furlough union faculty members one day per semester as a cost savings measure;
- An extension of the time for awarding a continuing appointment and promotion for non-tenure track faculty;
- A reduction in summer teaching pay for union faculty members ranging from 20% to 15% over the course of the two contracts;
- Establishment of a retirement incentive program;

WHEREAS, the approval of the Term Sheet for Successor Contracts will enable the Board to contribute to its need to reduce costs and build resources to enhance the financial sustainability of the University;

WHEREAS, the University presented the Term Sheet to the AAUP-WSU in discussions held on Sunday, February 10, 2019 to resolve outstanding issues with the union;

WHEREAS, the University and the AAUP-WSU agreed to accept the Term Sheet on February 10, 2019; and

WHEREAS, the University President and the Union President signed the Term Sheet for Successor Contracts on February 10, 2019 with the intent to present it to the Board of Trustees for approval;

NOW THEREFORE,

BE IT RESOLVED, that the Wright State University Board of Trustees approves

the Term Sheet for Successor Contracts attached hereto as Exhibit A effective immediately upon the affirmative vote of the Board of Trustees on this Resolution.

Mr. Fecher moved for approval. Mr. Fitzpatrick seconded, and the motion was unanimously approved by roll call vote.

Link to Exhibit A:

https://www.wright.edu/sites/www.wright.edu/files/page/attachments/WSU-Term-Sheet-for-Successor-Contracts_2.10.19.pdf

X. ADJOURNMENT

With no other discussion or items of business, the meeting adjourned at 6:10 p.m.