

WEST VIRGINIA UNIVERSITY BOARD
OF GOVERNORS

December 16, 2022

The two hundred fifth meeting of the West Virginia University Board of Governors was held on December 16, 2022 in Morgantown, WV in person and via zoom. Board members in attendance/participating via zoom included Marty Becker, Charles Capito, Bray Cary, Elmer Coppoolse, Kevin Craig, J. Thomas Jones, Dr. Patrice Harris, Chloe Hernandez, Dr. Stanley Hileman, Alan Larrick, Susan Lavenski, Dr. Ashley Martucci, Paul Mattox, Taunja Willis Miller, Richard Pill, and Benjamin Statler. Board member Lisa A. Martin was absent and excused.

Note: With this meeting being conducted in person and via zoom, there was no way to ascertain all attendees but the following WVU officers, divisional campus officers, representatives (and others) participated:

President, E. Gordon Gee;
Vice President for Strategic Initiatives, Rob Alsop;
Provost and Vice President for Academic Affairs, Maryanne Reed;
General Counsel, Stephanie Taylor;
Vice President for University Relations, Sharon Martin;
Vice Provost, Paul Kreider;
Vice President for Diversity, Equity and Inclusion, Meshea Poore;
Associate Vice President and Executive Director of the Office of Global Affairs, Amber Brugnoli;
Dean of Students, Corey Farris;
Associate Provost for Budget, Facilities and Strategic Initiatives, Mark Gavin;
Vice President and Chief Financial Officer, Paula Congelio;
Senior Associate Vice President for Finance, Anjali Halabe;
President, WVU Tech, Carolyn Long;
Director of Internal Audit, Bryan Shaver;
Director of Communications, Office of the Provost, Kimberly Becker;
Assistant Vice President for Strategic Initiatives, Erin Newmeyer;
Associate Vice President, Institutional Data and Analytics, Office of the Provost, Lisa Castellino-Gergich;
Assistant Vice President for Academic Planning and Implementation, Amanda DeBastiani;
WVU's ACCE Representative, Shirley Robinson;
Executive Officer and Assistant Board Secretary, Jennifer Fisher;
Director of News Communications, Shauna Johnson;
Executive Director of Communications, University Relations, April Kaull; and,
Special Assistant to the Board of Governors, Valerie Lopez.

From CliftonLarsonAllen (WVU's External Auditor):

Don Loberg, and
Chris Kopnik

Members of the Press also participated.

CALL TO ORDER

The meeting was called to order by Chairman J. Thomas Jones at 9:34 a.m.
A roll call was taken to determine who was in attendance and a quorum established.

COMMITTEE REPORT

December 16, 2022 Audit Committee Meeting: Taunja Willis Miller, Audit Committee Chairman, reported as follows:

Thank you, Mr. Chairman. This morning, we had a brief meeting of the Audit Committee.

We heard a report from Anjali Halabe on the financial statements and single audits of the Research Corporation for the fiscal year ended June 30, 2022. Anjali reported that although there was a slight decrease in the Corporation's net position as of June 30, 2022, the Research Corporation experienced a robust growth in revenues from grants and contracts, generating a \$1.3 million operating margin, before capital gains and transfer of assets. The balance sheet remained stable with adequate working capital to meet current obligations. The total research and development and other program expenditures on federal awards totaled \$118 million during fiscal year 2022.

Auditors from CLA were in attendance virtually. Please note that CLA had already presented their audit report on the Research Corporation engagement at the November 10 audit committee meeting. They had reported that the Research Corp. audit received an unmodified opinion, which is the highest level of assurance that can be given, and an unmodified opinion on compliance with uniform guidance. There were no material audit adjustments and no findings related to compliance issues causing material financial impact. In addition, CLA had reported that their review of internal controls for the Research Corporation identified no material weaknesses and no significant deficiencies. CLA complimented WVU on the compliance aspects of the audits and noted what good work this institution does.

Mr. Chairman, the Fiscal Year 2022 Financial Statements and Audit Report for West Virginia University Research Corporation are included in the Board packet. I am happy to try and answer any questions, as is Anjali. We do have representatives from CLA on zoom with us today. Mr. Chairman, I would like to open it up to the full board if there are any questions for CLA – but no questions arose.

Taunja Willis Miller, on behalf of the Audit Committee, moved that the full Board approve and accept the Fiscal Year 2022 Financial Statements and Single Audit Compliance Report for the WVU Research Corporation. There being no questions or discussion, board Chairman J. Thomas Jones called for a vote on this motion – noting that no second was needed for a committee motion - and the motion passed.

Also Mr. Chairman, the Audit Committee approved and authorized execution of a Master Service Agreement (MSA”) dated November 29, 2022, and three Statements of Work (“SOW”) under such Master Service Agreement for audit, assurance, and other services provided by CliftonLarsonAllen LLP (“CLA”), WVU’s external auditor, for West Virginia University and West Virginia University Research Corporation, and further approved the execution, by me, as Audit Committee Chair, of the three Statements of Work attached to the MSA - once minor tweaks are made.

Mr. Chairman, this concludes my report.

EXECUTIVE SESSION

Chair Jones requested a motion to move to Executive Session, under authority in West Virginia Code §§ 6-9A-4(b)(2)(A), (b)(9), (b)(10) and (b)(12) to discuss:

- a. Potential strategic initiatives relating to academic and administrative priorities; personnel matters; corporate collaborations and financial matters relating to public private partnerships; the purchase, sale or lease of property; and other deliberative matters involving commercial competition which, if made public, might adversely affect the financial or other interest of the University;
- b. Approval of Honorary Degree Candidates; and,
- c. Confidential and privileged report by General Counsel

The motion was made by Dr. Patrice Harris, seconded by Alan Larrick, and passed. Following Executive Session Richard Pill moved that the board rise from Executive Session. The motion was seconded by Marty Becker and passed. Chairman Jones stated that no actions were taken as a result of today’s Executive Session discussions except as related to Honorary Degree candidates, as follows:

During today’s Executive Session the board reviewed names of individuals submitted for Honorary Degrees from West Virginia University.

Each year nominations are received and reviewed by a committee of faculty, staff and students. Those selected by the committee are then forwarded to the Faculty Senate for approval, and then to the governing board.

The WVU Faculty Senate has endorsed the names discussed during today's Executive Session, as required by University policy.

I would also note, for the record, that myself and board members Chloe Hernandez and Dr. Ashley Martucci will abstain from the vote on today's Honorary Degree Candidates – since we were members of the Honorary Degree Selection Committee involved in this process

At this time, I will request a motion for Approval of the Honorary Degree Candidates discussed during today's Executive Session - with a notation that the persons to be honored will be announced at a later date. Dr. Stanley Hileman so moved and the motion was seconded by Paul Mattox and passed.

ACADEMIC AFFAIRS UPDATE

Provost Maryanne Reed provided the following Academic Affairs Updates:

December Commencement

Good morning. Today marks the end of the fall semester, as we prepare for December commencement ceremonies, which take place tomorrow.

More than twenty six hundred students are eligible to walk in December, including about nine hundred August graduates.

This will be the last graduation for August grads of the College of Education and Human Services and the College of Physical Activities and Sport Sciences. This will be first class to graduate from the (new) College of Applied Human Sciences.

All-in-all it was a good semester, our first truly “normal” semester since COVID. We returned to many of our in-person awards and celebratory events, and our students seemed very glad to be back and to have the full on-campus experience.

New WVU Tech President

The big news last week was the announcement that we hired a new President of WVU Tech in Beckley, who will replace the irreplaceable Carolyn Long. Dr. Terrance Ramone Stuart rose to the top of a very competitive search. He comes to us with a great deal of experience as a higher education administrator — (as a college President and Provost) and with knowledge of the state, as West Virginia native, from McDowell County. Dr. Stuart is extremely personable and committed to improving student outcomes, as well as attracting new students to higher education. He starts his job on January first — and we have high hopes for his success.

Academic Transformation

We are wrapping up year #2 of our Academic Transformation initiative and are close to completing our program portfolio review process. The Statler College is expected to send us their response to our initial review of their undergraduate engineering programs. Their report is due at the end of this month.

We are also wrapping up a review of all graduate programs across campus. Given the complexities of graduate programming, particularly at the doctoral level, this process has taken some time and involved even more conversations with deans and department chairs. We expect to have an update on both of these items at the February board meeting.

Also in February, we will be prepared to share our Year #3 goals and priorities.

I anticipate one of those priorities will be an increased focus on graduate student success. Dr. Richard Thomas, our Associate Provost for Graduate Academic Affairs, has been leading a number of initiatives focused on supporting our graduate students, including increasing the basic stipend for graduate assistants and partnering with the Carruth Center to hire a mental health counselor to focus on graduate student issues.

Last month President Gee and I met with the leadership of the Graduate and Professional Student Senate, who shared their concerns about the challenges our graduate students are facing, and we are taking those concerns seriously.

The Maier Foundation is a WV-based foundation created in 1958. Its primary focus is the furtherance of higher education in WV and on the higher education of WV residents attending colleges and universities elsewhere. The Foundation President, Brad Rowe, called the WVU Foundation, letting us know that the board decided to award \$1 million over two years in support of WVU's new Completion Grant program. Brad Rowe shared that the foundation's board was deeply interested in our idea. This gift is for a pilot of the Completion Grants Program. The WVU Foundation was pleased to report the Foundation's interest in potentially providing additional funds if the pilot phase is effective in getting more students to graduate. Associate Provost for Undergraduate Education Evan Widders and I will be meeting with the Foundation team after the holidays to review the grant terms and discuss how we can set the stage for additional funding in two-years' time.

Finally, I want to thank you for your continued support of the University this year and for pushing us all to do better. It has been a privilege and joy to work with each of you. And I wish all of you and your families a very happy holiday season.

APPROVAL OF MINUTES

Dr. Patrice Harris moved that the minutes of the November 11, 2022 Regular Board meeting be approved. The motion was seconded by Marty Becker and passed.

RESIDENT'S REPORT

President Gee offered the following remarks:

I want to begin by congratulating our board chairman, Tom Jones, on an honor he has received for his distinguished career in healthcare. Tom, who retired after serving as president and CEO of the West Virginia University Health System, became an honorary member into Upsilon Phi Delta, the national honor society for health administration. The recognition was facilitated by our School of Public Health following Tom's recent guest lecture during the Master of Health Administration professional development seminar. Tom previously chaired the School's Visiting Committee. Under his leadership, our health system—now known WVU Medicine—expanded to become the state's largest. Congratulations, Tom, on this well-deserved honor.

As Provost Reed mentioned her report, we are also celebrating Commencement this weekend. And no matter how many commencements I participate in—and there have certainly been many—I never tire of sending new graduates out into the world armed with the knowledge and determination to make a difference. During our meetings through the year, we talk a lot about every detail of the University's functioning—budgets, facilities, academic programs, employee policies, student recruitment. But each Commencement ceremony reminds us why we are here and how each decision we make culminates in better lives for our graduates and better futures for West Virginia.

Today, I would also like to tell you about a collaboration between our School of Public Health and the Health Sciences & Technology Academy (HSTA) to make another important impact on West Virginia — connecting the state's youth with their communities. By collaborating with HSTA, our researchers are engaging trusted individuals in rural communities and providing hands-on learning for the next generation of health care professionals. A mentoring program implemented through Health Sciences, HSTA helps underrepresented high school students enter and succeed in STEM-based degree programs, and ultimately equip them to be resource leaders in their respective communities. Through this new collaboration, health navigators trained on our campus will begin working in communities this fall to raise awareness about COVID-19 risk factors and prevention.

Helping people in need is always our goal, but it takes on special meaning during the holiday season. I am proud that locally, the University and Morgantown residents donated more than 500 toys to our 23rd Annual Toy Mountain. Christian Help will distribute these and other toys to more than 900 underprivileged children in the Morgantown area. Also, during the main phase of annual United Way campaign, we raised almost \$200,000 for 27 community service agencies in Monongalia and Preston Counties. I am grateful to all Mountaineers for their generosity, and I wish you all a joyous, safe holiday season.

INFORMATION ITEMS

There were no questions or concerns expressed by any board member pertaining to the Information Items contained within today's agenda.

CONSENT AGENDA

Chairman Jones called for any discussion of today's Consent Agenda items and asked whether any items needed to be pulled for a separate discussion/vote. There being no such request made Dr. Stanley Hileman moved that today's Consent Agenda be approved. This motion was seconded Paul Mattox and passed.

Thereupon, the following Consent Agenda items were approved:

1. PRT Agency Safety Plan

Resolved: That the West Virginia University Board of Governors approves the Personal Rapid Transit Agency Safety Plan (PRTASP), as presented.

2. Renaming of Buildings (WVU Institute of Technology)

Resolved: That the West Virginia University Board of Governors approves the renaming of two buildings as follows: Provost Office will be changed to Finance Business Services, house 706 S. Kanawha - and Tech Adventures will be changed to Adventure Recreation Management, house 704 S. Kanawha

3. Widening of Van Voorhis Road

Resolved: That pursuant to BOG Governance Rule 5.1, the West Virginia University Board of Governors authorizes the transfer of a necessary right of way to the West Virginia Department of Transportation ("WV DOT") for purposes of widening Van Voorhis Road.

4. Transfer of Buildings and Property to State Armory Board

Resolved: That pursuant to BOG Governance Rule 5.1, the West Virginia University Board of Governors reauthorizes the transfer of buildings and parcels of real property, located in Montgomery, West Virginia, to the West Virginia State Armory Board ("Armory Board"). Accordingly, the Board grants standing authority, through June 30, 2023, to the President or the Vice President for Strategic Initiatives to negotiate and finalize such transfers which are deemed to be in the University's interest.

5. Approval of New Program: BA in Sport Leadership

Resolved: That the West Virginia University Board of Governors approves the creation of a new BA degree in Sport Leadership in the College of Physical Activity and Sports Science (CPASS) (College of Applied Human Services CAHS)

6. Sodexo Coliseum Apron Club

Resolved: That the West Virginia University Board of Governors approves a project to construct a new dining club addition to the WVU Coliseum on the Coliseum Apron adjacent to the Gold Gate and near the existing Sodexo kitchen, as presented.

7. Café Evansdale Kitchen Renovation (Sodexo)

Resolved: That the West Virginia University Board of Governors approves the Café Evansdale kitchen renovation project, as presented.

SPECIAL ACKNOWLEDGEMENTS TO

Anjali Halabe, Senior Associate Vice President, Finance

Anjali Halabe has been named Arizona State University's Vice President for Financial Services and Deputy Treasurer. Anjali will assume her role in early January 2023.

During her 22 year tenure at WVU, Anjali served as Senior Associate Vice President for Finance. Anjali was the treasurer of the WVU Research and WVU Innovation Corporations, separate legal entities that serve the university. Anjali directed and managed all financial functions, including operating and capital budgeting, for WVU, including all regional university campuses. She also supported the WVU Board of Governors and the board's audit, finance, facilities, revitalization and strategic plans and initiatives committees.

Carolyn Long, President, WVU Institute of Technology

After more than a decade of service to West Virginia University, Carolyn Long announced her retirement during a Beckley Camus meeting on April 14, 2022 – noting that she planned to leave her post as campus president in December of 2022

Under her leadership, which began in January of 2011, WVU Tech grew in enrollment and added highly sought-after academic programs. Prior to her appointment in early 2007 to the WVU Board of Governors (where she served as the first female chair from 2008 to 2011), and her tenure at WVU Tech, Carolyn was an educator and business owner. She began her career in 1970 as an elementary teacher and progressed to principal, then became the first female superintendent for Braxton County Schools before retiring in 2009. In June of 2016, in honor of Carolyn's immense contributions to WVU, WVU Tech and particularly her tenure as chairperson of the WVU Board of Governors, Carolyn was designated as an Emeritus Chair of the WVU Board of Governors. In 2017 Carolyn oversaw the completion

of the transition of WVU Tech from its former home in Montgomery to its new campus in Beckley. Carolyn exemplifies the very best attributes of a leader – she is honest, a great listener, smart, a warrior, empathetic, decisive, confident and unflappable.

GENERAL DISCUSSION AND ADJOURNMENT

Chairman Jones announced that the Board will conduct its next regular meeting on February 17, 2023. There being no further business to come before the board Taunja Willis Miller moved to adjourn the meeting. The motion was seconded by Dr. Ashley Martucci and passed. The meeting was adjourned at 10:45 a.m.

Richard Pill, Secretary