

**Western Washington University
Board of Trustees
Meeting Minutes
Friday, August 18, 2017**

1. CALL TO ORDER

Board Chair Sue Sharpe called the regular meeting of the Board of Trustees of Western Washington University to order at 8:07 am in the Board Room, Old Main 340, in Bellingham, WA.

Board of Trustees

Sue Sharpe, Chair
Earl Overstreet, Vice Chair
John Meyer, Secretary
Betti Fujikado
Chase Franklin
Karen Lee
Trista Truemper
Mo West - *absent*

Western Washington University

Sabah Randhawa, President
Brent Carbajal, Provost and Vice President for Academic Affairs
Melynda Huskey, Vice President for Enrollment and Student Services
Richard Van Den Hul, Vice President for Business and Financial Affairs
Stephanie Bowers, Vice President for University Advancement
Allison Giffin, Faculty Senate President
Kerena Higgins, Assistant Attorney General
Paul Cocke, Director of University Communications
Paul Dunn, Senior Executive Assistant to the President
Barbara Sandoval, Assistant to the President and Secretary to the Board of Trustees
Rayne Rambo, Assistant Secretary to the Board of Trustees

1. APPROVAL OF MINUTES

There were no changes to the draft minutes as distributed.

MOTION 07-01-2017: Trustee Franklin moved that the Board of Trustees of Western Washington University, upon the recommendation of the President, approve the following Minutes:

- Board of Trustees Meeting June 8, 2017
- Board of Trustees Meeting June 9, 2017

The motion passed.

2. PUBLIC COMMENT

As per Amended RCW 28B.35.110, the Board of Trustees provided time for public comment. There were no requests for public comment

3. RECOGNITIONS AND INTRODUCTIONS

President Randhawa introduced Melynda Huskey, Vice President for Enrollment and Student Services who will be leading the team that supports the co-curricular and out-of-the classroom success of all Western Washington University students. Huskey has spent her career serving students in a variety of higher education positions: and is committed to access, inclusion, and student success. She holds a Ph.D. in English from The Ohio State University.

Brent Carbajal, Provost, Academic Affairs introduced Horacio Walker, Dean Woodring College of Education. Walker joined Western from Universidad Diego Portales in Chile where he served as the founding Dean of the College of Education. He holds a Ph.D. from Ontario Institute for Studies in Education (OISE), University of Toronto.

Brent Carbajal, Provost, Academic Affairs introduced Chuck Lanham, Chief Information Officer. Prior to joining Western, Lanham served in various positions at different Northwest Academic Computing Consortium (NWACC) institutions; he holds a MBA from the University of Idaho and an undergraduate degree in Financial and Management from Augustana University, Sioux Falls, South Dakota

4. BOARD CHAIR REPORT

Chair Sharpe welcomed new student Trustee Trista Truemper and asked her to introduce herself. Trustee Truemper said a few words and thanked the trustees for the opportunity to work with everyone and added that she is excited for the upcoming year.

RESOLUTION NO. 2017-09

A RESOLUTION OF THE BOARD OF TRUSTEES OF WESTERN WASHINGTON UNIVERSITY

**WELCOMING TRUSTEE
TRISTA TRUEMPER**

WHEREAS, on July 1, 2017, Governor Jay Inslee appointed **TRISTA TRUEMPER** of Bellingham, Washington to serve a one-year term ending on June 30, 2018 on the Western Washington University Board of Trustees; and

WHEREAS, TRISTA TRUEMPER is a graduate student in good standing at Western Washington University pursuing a Master of Business Administration degree, after having already earned a bachelor's degree from Western in Sociology; and

WHEREAS, TRISTA TRUEMPER brings to her appointment as a trustee dedication to the campus community through her work with Western's Graduate School to help launch the Graduate Student Advisory Council; as the Community Outreach and Engagement intern with Western's Extended Education Programs; and as a member of the Faculty Senate Extended Education Committee; and

WHEREAS, TRISTA TRUEMPER brings to her appointment as a trustee dedication to her community through participation with organizations such as Brigid Collins House, Birchwood Christian School, and the Whatcom Dispute Resolution Center; and

WHEREAS, TRISTA TRUEMPER was nominated by an Associated Students committee to serve as a student member of the Western Washington University's Board of Trustees; and

WHEREAS, TRISTA TRUEMPER has declared her commitment to serve as a member of the Western Washington University Board of Trustees;

NOW, THEREFORE BE IT RESOLVED, that the Board of Trustees of Western Washington University officially extends a warm welcome to **TRISTA TRUEMPER** as she begins her term on the Board.

PASSED AND APPROVED by the Board of Trustees of Western Washington University at its meeting on August 18, 2017.

MOTION 08-01-2017: Trustee Sharpe moved that the Board of Trustees approve Resolution 2017-09 Welcoming the Service of Board Member Trista Truemper.

The motion passed.

5. UNIVERSITY PRESIDENT

President Randhawa thanked the board for his first year of service at Western and said that it has been an honor working with the board and the university community. He expressed excitement about the future of Western. Randhawa noted that a statement was provided to the campus community regarding the campus shooting in Charlottesville, Virginia. Randhawa expressed concerns regarding racism and hatred and how they work against the values of Western, our nation and civilized society. He added that as we think about the future of Western, that it is imperative to define the fine line of freedom of speech. He also highlighted the importance of preparedness for thinking through these types of situations and the policies Western has in place to be proactive in supporting of students and each other in difficult situations.

Chair Sharpe thanked President Randhawa for his moral leadership in difficult situations.

6. ASSOCIATED STUDENTS

Simrun Chhabra, Associated Students President, provided a written report on the recent work and activities of the Associated Student Board of Directors.

7. FACULTY SENATE

Allison Giffen, Faculty Senate President, thanked President Randhawa for his comments and the campus statement regarding the tragic events that occurred in Charlottesville, VA. Giffen added that events in Virginia highlight how urgent and important our educational mission is for the future and future generations. Giffen reported that the Faculty Senate is looking forward to working closely with the Associated Student Board of Directors as they move towards a new senate model and working towards shared governance across campus with faculty. Giffen noted her excitement regarding the additional legislative funding to increase tenure line faculty at Western and is looking forward to working with the administration to grow Westerns faculty.

8. OVERVIEW OF PROPOSED FINANCING PLAN FOR VIKING UNION EXPANSION AND HOUSING

Richard Van Den Hul, Vice President for Business and Financial Affairs introduced Brian Sullivan, Associate Vice President for Business and Financial Affairs, Linda Beckman, Director, Budget & Administration, and Susan Musselman, Director, PFM Financial Advisors LLC/Public Financial Management Inc. who presented to the board the proposed financing plan for the Viking Union expansion.

Van Den Hul explained that the plan includes issuing a bond in early 2018 to fund the addition to the Viking Union for the Ethnic Student Center Expansion and Multicultural Space, as well as the first two years of identified renovation projects within University Residences as identified in the recent Facilities Condition Assessment. Van Den Hul added that future bond issues are planned to be requested approximately every two years to fund continued renovations to the Housing System.

Brian Sullivan, Associate Vice President for Business and Financial Affairs explained that today's presentation will focus on FY-2018 and FY-2019, of the renovation and the bonding capital expenditure that will be needed for the project. Susan Musselman, explained the financing of the first two years of the funding process. Musselman explained the first step is to work with the university in vetting projections and cash flows, because ultimately the university's ability to borrow depends on the availability of revenue to repay. Musselman also explained that a bond rating is requested from a national ranking agency and Western currently has an A-1 rating which is consistent with other regional institutions in the state of Washington. She also added that a disclosure document or an official statement, is requested, that allows investors to see when they can expect repayment, but also examines enrollment trends, financial trends and university debt capacity.

Linda Beckman provided a financial plan timeline overview for the Viking Union Expansion Project. Beckman stated that they would present to the board again in October with a bond resolution asking for authority to select bonds based on when the projects are far enough along in their design to have accurate costs of the projects. Beckman added that the expansion of the Viking Union Ethnic Student Center and Multicultural Center project and the Buchanan Towers housing renovation project are coinciding in January. This allows for potentially one bond to be issued and helps reduce costs. Beckman stated that in late December, 90% of the construction drawings for the Viking Union expansion project will be completed. This will allow for presentation to sub-contractors for bids at which point the university will confirm guaranteed maximum pricing on projects.

Dawson Construction has joined the process early to work with architects to ensure it is a buildable project and the estimates are presolved. Beckman also reported that the contract for the projects would be presented to the Board of Trustees in February 2018. Demolition and construction for the Viking Union project will begin in mid-February and the expected completion is scheduled for fall 2019. Beckman also added that students have been involved in the planning of the Viking Union project and they are playing a leadership role when working with architects over the past year. Students have identified the end goal of a safe resource center for all cultural identities and a place of freedom to be one's self for all students. Beckman explained that the project there will be approximately 11,000 sq feet of additional space on the upper level, of which approximately 8,000 sq ft will be dedicated to the Ethnic Student Center. The newly constructed upper floor will include several AS Resource and Outreach program spaces as well as offices for staff who will provide multicultural services for all faculty, staff and students. The expansion project will combine the bookstore, the Viking Union and Multipurpose Room together creating more cohesion.

Trustee Sharpe thanked the presenters adding that the explanation on public financing and how Western works to fund projects was very helpful. She also said that from a trustee perspective, she is proud of the fact that Western takes pride in the process as well as the outcome. Sharpe also thanked Beckman for the Ethnic Student Center and Multicultural Center update and said the trustees are looking forward to a comprehensive presentation in October.

9. CONSENT ITEMS

Chair Sharpe introduced the consent item of Approval of Summer Quarter degrees. Chair Sharpe inquired about the lesser number of master's degree students from 2016 to 2017. Provost Carbajal responded by informing the board that during the course of 2016 graduate students who had been

dormant in the master's program were encouraged to finish their courses and complete the program, this created the largest cohort of students graduating for the Master's program.

MOTION 08-02-2017: Trustee Truemper moved that the Board of Trustees of Western Washington University, upon the recommendation of the president, approve the following consent items:

- Approval of Summer Quarter Degrees

The motion passed.

10. APPROVAL OF 2018 SUPPLEMENT OPERATING BUDGET REQUEST

President Randhawa introduced the request for approval of the 2018 Supplemental Operating Budget. Randhawa added that the 2017-2019 budget requests are items that were previously reviewed and approved by the board, however, were not approved in that particular legislative cycle, but continue to be a priority for Western.

Richard Van Den Hul, Vice President for Business and Financial Affairs, stated that this is another opportunity for Western to request that these requests be funded by the legislature. Van Den Hul added that there is legislative interest in these budget requests.

MOTION 07-04-2017: Trustee Franklin MOVED, that the Board of Trustees of Western Washington University, upon the recommendation of the President, approves a \$1,472,615 decision package to Increase STEM Capacity, a \$1,443,405 decision package to create an Undergraduate Program in Marine, Coastal, and Watershed Sciences, and a maintenance level decision package for the Poulsbo Marine Science Center in the amount of \$164,182.

The motion passed.

11. APPROVAL OF 2018 SUPPLEMENTAL CAPITAL BUDGET

President Randhawa reported that the legislature has not yet passed the 2017-2019 Capital Budget and it is unclear at the moment when the budget will be passed. Randhawa added that the Washington State Office of Financial Management recommended that all state agencies re-submit their request for the biennium. Western is proposing to submit the same set of projects that the board has previously reviewed and approved in the last academic year. He also requested that the board delegate approval authority to modify the supplemental capital budget request to the president or the president designee, to make minor changes to the supplemental capital budget. He added that if there were major changes to be made it would come before the board again for approval.

Richard Van Den Hul, Vice President for Business and Financial Affairs reported that it is uncertain when the budget will be approved, and this can cause problems in the operating budget. He stated that the legislature uses \$3.6 million of capital funds to fund maintenance activities in the operating budget. The maintenance operations are critical to keeping the campus open and operational. Van Den Hul said that the revenue will continue to generate and be held in a local building account but cannot be accessed without a final capital budget. He reported that while nothing is completely certain until the Legislature acts, the Legislature has always funded this item and there is confidence the funds will be available once the capital budget is approved. Van Den Hul stated that until then University reserves will serve as a back-up until the capital budget is passed.

Trustee Meyer requested clarity on the delegation of approval authority and what would be considered a minor and/or major change criteria regarding supplemental budget request. President Randhawa stated that it would come before board as a major change if there were additions to the budget rather than dollar amounts or revisions to the current requests.

MOTION -8-03-2017 Trustee Fujikado MOVED, that the Board of Trustees of Western Washington University, upon the recommendation of the President, approves a 2018 Supplemental Capital Budget Request for \$130,830,000 from State-appropriated funding sources (\$127,216,000 in capital projects and \$3,614,000 in preventative facility maintenance and repairs). The Board of Trustees of Western Washington University shall also delegate authority to the President, or President's designee, to modify the 2018 Supplemental Capital Budget Request.

The motion passed.

12. APPROVAL OF THE FY-2018 INTERNAL AUDIT PLAN

Trustee Overstreet provided an update regarding the revisions to the FY-2018 Internal Audit Plan. Overstreet reported that changes have been made to the format and the content of the plan and the reasoning behind the changes. The Audit Committee agreed that more engagement with the Director of Internal Audit in the preparation of the plan and that the plan be a stand-alone document

Antonia Allen, Director, Office of the Internal Auditor who provided the board with an overview of the FY-2018 Internal Audit Plan which included the service areas in which the Office of Internal Audit would report to the Audit Committee throughout the academic year. (ATTACHMENT A)

MOTION 08-04-2017: Trustee Overstreet MOVED, that the Board of Trustees of Western Washington University, upon the recommendation of the Board of Trustees Audit Committee and President Randhawa, approve the FY2018 Annual Internal Audit Plan for the Office of the Internal Auditor.

The motion passed.

13. AUDIT COMMITTEE REPORT

Trustee Overstreet reported that the Audit Committee received an Internal Audit update report from Antonia Allen, Director, Office of the Internal Auditor. The Audit Committee also reviewed and approved to recommend the FY-2018 Internal Audit Plan to the full Board of Trustees for approval. Trustee Overstreet thanked the board for their approval of the FY18 Internal Audit Plan. Trustee Overstreet reported that the Audit Committee also discussed the Audit Committee Charter, Work Plan and Assessment Tool. The Audit Committee agreed that next steps would be to keep information related to the Audit Committee Charter concise, that meeting the state requirements is a mandatory, and that there would be a continued conversation on how best to incorporate Finance and Risk Management to Audit Committee responsibilities. He also said that Director Allen will use the discussion points from the meeting to collect charter samples for the Audit Committee to consider. Trustee Overstreet will coordinate with the Governance Committee Chair and the Board of Trustee Chair for the best way forward. The Enterprise Risk Management Committee Charter and plans were also discussed with Rich Van Den Hul, Vice President for Business and Financial Affairs and Paul Mueller, Director, Risk, Compliance and Policy Services provided information on best practices regarding trustee engagement, responsibilities and communication with the Audit Committee. Overstreet explained that the Audit Committee discussed the External Auditor Request for Information (RFI) results and the Audit Committee agreed with Business and Financial Affairs recommendation that the FY 18 should look strictly the Financial Statement Audit and that the State Auditor's Office makes the most sense for that Audit. The external audit results will be brought forward at a future Board Meeting.

14. GOVERNANCE COMMITTEE REPORT

Trustee Franklin reported the Governance Committee continued to review the Rules of Operations for necessary updates to align with the contemporary state of the Revised Code of Washington (RCW). Franklin reported that the Governance Committee hopes to bring the revised Rules of Operation to the full board at the October meeting. Trustee Franklin said that the agenda for the September Board Work Session would focus on the Strategic Planning process for Western, the board governance structure and President Randhawa's annual mini review with his full review to take place in 2018.

15. INFORMATION ITEMS

- a. **Academic Reports**
Provost Carbajal provided a written report with to provide a general enrollment management update.
- b. **Admissions and Enrollment Report**
Vice President Huskey provided a written report regarding the university's general enrollment and admissions.
- c. **University Advancement Report**

Vice President Bowers provided a written report on the University's Alumni Relations and Western Foundation activities.

d. **Capital Program Report**

Vice President Van Den Hul provided a written report on the University's capital projects.

e. **University Relations and Community Development Report**

Vice President Swan provided a written report documenting recent activities of University Relations and Community Development.

Chair Sharpe announced a break at 9:46 a.m. The board returned and reconvened the meeting at 9:55 a.m.

16. EXECUTIVE SESSION

At 9:55 a.m. Chair Sharpe announced that the Board would convene in Executive Session for approximately 10 minutes to discuss a personnel matter as authorized in RCW 42.30.110 (1)(g)&(i).

17. SCIENCE AND ENGINEERING AT WESTERN

Provost Carbajal introduced Brad Johnson, Dean, College of Science and Engineering to provide the board with an update on the Engineering Accreditation process. Johnson reported that following the FY 13-14 biennium, when Western received the funding from the Legislature for the conversion of the Engineering program the first order of business was to create the curriculum. Johnson explained that the accreditation process began after the first cohort graduated from the program which includes; Electrical Engineering, Manufacturing Engineering and Plastics and Composites Engineering. Johnson noted that there has been a rapid increase in enrollment for the Electrical Engineering Program, with two concentrations that include Electronics and the Energy Concentration which a program that collaborates with The Institute for Energy Studies. Manufacturing Engineering and Plastics and Composites Engineering have seen slower growth due to the accreditation process. Johnson stated they expect to see those programs grow after the accreditation process is completed.

Dean Johnson reported that the accreditation process is near completed noting that the final meeting with the Accreditation Board for Engineering and Technology (ABET) occurred on campus in July, was a success and all of the preliminary reporting material was positive. He said that the letter of accreditation should be received in the near future.

Dean Johnson discussed the future growth of the Engineering programs, explaining that a six year planning process has been established to diversify the programs and begin resourcing the partnerships that will help build the engineering programs. Johnson added that the Electrical Engineering & Energy concentrations provide fertile ground for corporate partners that will help build research and development partnerships which encourages investment into the programs. Johnson noted that the Engineering Department will be hiring an Electrical Engineering faculty member that will allow the cohort to increase to thirty-six students and permit the Electrical

Engineering and Computer Engineering programs to expand to their fullest potential. This is also leading to a partnership with Paccar Technical Center, Inc. This partnership will encourage a Master's program that will place graduates in the work place at Paccar Technical Center immediately after graduation. Johnson indicated that the Plastics and Composites Engineering program is currently building a partnership with Zodiac Aerospace which includes research and development on new type of composite material. Moving forward the goal is to establish a new focus on sustainable plastics and composites. Johnson explained that these programs can help establish new corporate partnerships with companies like Boeing who are interested in reducing their waste and becoming more sustainable.

Trustee Sharpe inquired about the relationship with Bellingham Technical College (BTC) and Western's Engineering program. Johnson explained BTC currently has a Plastics Technology program which is housed at the Technology Development Center (TDC) and allows for Western students to use the labs and equipment. Johnson explained that the TDC is a collaboration between Western, The Port of Bellingham, and BTC. Western's Engineering Department is currently seeking additional outside partners, like Zodiac Aerospace, to further collaboration and allow for real life industrial experience for both Western students and students from BTC.

Trustee Sharpe inquired if capacity was the largest barrier to expansion. Dean Johnson responded by confirming it is a one of the larger issues. The College of Science and Engineering has seen rapid growth and interest from students over the course of the past five years and the main barriers include the number of faculty available for courses and available space.

18. DATE FOR NEXT REGULAR MEETING

October 12 & 13, 2017

19. ADJOURNMENT

Attachment A

Western Washington University Office of the Internal Auditor (OIA)		
FY18 Annual Internal Audit Plan		
Service Area	Topic	Primary Selection Criteria
Assurance	Registrar's Audit – FY17	Carryover from FY17. Time spent on unscheduled Residency and Financial Aid Investigation delayed completion of scheduled Registrars Audit.
	Clery Act	Industry trends for audit topics, management input on desired audit topic/risk area.
	Research-related topic to be determined (TBD) with new Vice Provost Research	Opportunity to assist new Vice Provost, management input on desired audit topic/risk area, industry trends for audit topics.
	Enrollment and Student Services (ESS) topic TBD with new Vice President for ESS	Opportunity to assist new Vice President, management input desired audit topic/risk area, industry trends for audit topics.
	Information Technology Risk Assessment collaboration with new Vice Provost for Information Technology and Chief Information Officer	Opportunity to assist new Vice Provost, management input desired audit topic/risk area, industry trends for audit topics.
	Quarterly Review of President's Expenses	Requested by Board of Trustees Audit Committee
Consulting	Consulting projects as requested	Required by Internal Audit Charter
Investigations	Investigation projects as requested	Required by Internal Audit Charter
Follow Up	Follow up on management's response to past OIA recommendations. OIA will review and summarize management's self-assessment of response status.	Required by Internal Audit Charter and Internal Audit Standards
Office of Internal Auditor Management	Risk Assessment and FY19 Annual Plan	Required by Internal Audit Charter and Internal Audit Standards.
	Quality Assurance and Improvement Program (QAIP) OIA Governance	QAIP required by State Administrative & Accounting Manual (SAAM) Chapter 22 and Internal Audit Standards
	Quality Assurance and Improvement Program (QAIP) OIA Management & Staff	
	Quality Assurance and Improvement Program (QAIP) Audit Process	

